TB

MILDRED PIERCE

PART 1

A Film In Five Parts Based On The Novel by James M. Cain

Written by

Todd Haynes & Jon Raymond

First Production Draft - February 10, 2010 (White)
Second Production Draft - February 23, 2010 (White)
Third Production Draft - March 19, 2010 (Blue)

TB

MILDRED PIERCE: PART ONE

1 INT. GLENDALE HOUSE - KITCHEN - DAY (SPRING, 1931) 1

CLOSE on a woman's hands kneading dough. She sprinkles flour onto the mound and continues folding. We see her flattening it out with a rolling pin, then forming pie crusts into two aluminum tins. After lemon filling has been poured we see her topping the pies with tufts of white meringue. We FOLLOW the two pies as they're carried over to a Wedgewood kitchen range where two cake pans have finished baking, making room for the two new arrivals.

From there we FLOAT toward the yellow light burning through the kitchen window. Outside, we can just make out the figure of a man watering the lawn.

2 INT. KITCHEN - LATER 2

The double layer chocolate cake stands ready, as she mixes colored dyes into bowls of icing. As she begins to fill a pastry tube, we hear the sound of the front door opening.

MILDRED PIERCE (age 28) looks up. It's the first good look we've had of her strong, honest face and watery-blue eyes, framed in a light brown coif.

3 INT. LIVING ROOM - CONTINUOUS 3

BERT PIERCE (lanky-tall, late-30's) has just entered with an armful of wood-scraps which he carries to the fireplace tin. He dusts off his hands walking back through the respectable interior, framed in red-velvet drapes and matching upholstery, with a few western landscapes and a coat of arms adorning the walls.

BERT
Well! Don't see there's much else I can do around here. Might take a little walk down the street.

4 INT. KITCHEN - CONTINUOUS 4

He saunters into the kitchen where we settle, observing through the door.

MILDRED
You going to be home for supper?

(CONTINUED)

4 CONTINUED: 4

BERT
Sure. But if I'm not home by six don't wait for me. I may be tied up.

MILDRED
I want to know.

BERT
I told you, if I'm not home by six-

MILDRED
(gets up to get a spatula)
Well that doesn't do me any good. Mrs. Whitley's paying three dollars for this cake and if you're going to be home I'll spend part of that money on lamb chops for your supper. If not, I'll buy something the children will like better.

BERT
Then count me out.

MILDRED
That's all I wanted to know.

Bert stands there uncertainly as Mildred starts carefully decorating her cake. He saunters to the window.

BERT
I fixed up those trees... Cut the grass. Looks pretty nice out there.

MILDRED
You going to water the grass?

BERT
I did water it. (no reply) Gave it a good wetting down.

MILDRED
(not looking up)
Most people, when they water the grass, wait till later, when the sun's not so hot, and it'll do some good, and not be a waste of good water that somebody else has to pay for.

BERT
Like who for instance?

MILDRED
I don't see anybody else working around here.

BERT
You see any work I can do that I don't do?

MILDRED
So you get done early.

BERT
Come on, Mildred, what are you getting at?

MILDRED
She's waiting for you, so go on.

BERT
Who's waiting for me?

MILDRED
I think you know.

BERT
(busying himself with a glass of water)
If you're talking about Maggie Biederhof, I haven't seen her for a week, and she never did mean a thing to me except somebody to play rummy with when I had nothing else to do.

MILDRED
Which is practically all the time, if you ask me-

BERT
I wasn't asking you-

MILDRED
So what do you do with her? Play rummy for a while, and then unbutton that red dress she's always wearing without any brassieres under it, and flop her on the bed? Then play rummy some more and then flop her on the bed again? Gee, that must be swell. I can't think of anything nicer than that!

TB

4 CONTINUED: (3) 4

Bert, exasperated, tosses his glass in the sink, and turns irritably.

BERT
How'd you like to go to hell?!

5 INT. DEN - LATER 5

Quiet, anxious MUSIC joins us as we slowly SCAN THE WALLS of the family den, a warm, wood-panelled room with a small fireplace. As the sounds of the quarrel escalate from the kitchen we slowly SCAN a series of framed photographs celebrating Bert's real estate days: a shot of Bert and Mildred posing in front of a sign for **Pierce Homes**, a framed advertisement for the company touting Glendale and Spanish bungalows. We see a local newspaper article on Bert, with a photo of the young, successful entrepreneur. The caption reads: **"Pierce homes are for folks, and what's good enough for folks is good enough for me."**

MILDRED (O.S.)
...Ever since you met that woman... Useless--D'you hear me?....

BERT (O.S.) *
Oh for cryin' out loud...

MILDRED (O.S.) *
So tell me I'm wrong. Tell me that's not precisely where you're going!

BERT (O.S.) *
Suppose I am?

MILDRED (O.S.) *
Then you might as well go pack your bags and leave for good, because if you go out that door--I swear to God, Bert--I'm not letting you back inside.

BERT (O.S.) *
Keep on, Mildred. Keep right on. 'Cause one of these days, you don't watch out, I'm calling you.

As the quarrel intensifies we end on a standing photo of the two young Pierce daughters: Veda, the red-haired oldest, and Ray, her younger sister.

(CONTINUED)

TB

5 CONTINUED: 5

MILDRED (O.S.) *
You're not calling me. I'm calling you. You go over there today Bert, and that's the last you see of this place, so help me God.

BERT (O.S.) *
I go where I goddamn please!

MILDRED (O.S.) *
Then pack up!

WE SEE Bert come stomping out of the kitchen and down the hall.

BERT
Fine! If that's what you want? Okay.

Mildred stops at the kitchen door, glaring after him.

6 EXT. GLENDALE HOUSE - LATER 6

MUSIC billows as we hear the sound of the side door opening and Bert come stomping out of the house. Through trees we see him throw his suitcase into the family car, hop inside, and go speeding down the quiet street, past all the other Spanish bungalows built during the boom years of the 1920's.

7 INT. GLENDALE HOUSE - KITCHEN - CONTINUOUS 7

Through the kitchen window we see Mildred's wise, spindly neighbor, LUCY GESSLER (late-30's), starting over with a plate of food, glancing down the street. She knocks once and pops her head in the kitchen door.

LUCY
Hey, honey.

Mildred is staring out the window, looking flushed and glazed.

MILDRED
He took the car.

LUCY
Who--you mean Bert?

MILDRED
Yes, Bert. He's gone.

7 CONTINUED: 7

LUCY
What do you mean--for good?

MILDRED
Just now. He just left.

LUCY
He walked out on you? Just like that?

MILDRED
Maybe he got a little help...

LUCY
What, for that floppy-looking frump? What did he say? How can he even look at that woman?

MILDRED
Oh, what's the use of talking? If she likes him, alright then, she's got him. That wasn't even the reason. And I did pester him, but I can't take things lying down--I don't care how bad things are. If she can, then fine, because that's just how he's built. I've got my own ideas and I just can't change them for somebody else.

LUCY
So what are you going to do?

Mildred looks back at her. She shakes her head.

LUCY
Well. You just joined the biggest army on earth. You're the great American institution that never gets mentioned on Fourth of July--a "grass widow" with two small children to raise on your own... the dirty bastards.

MILDRED
Oh, Bert's all right.

LUCY
He's all right, but he's a dirty bastard and they're all dirty bastards.

TB

7 CONTINUED: (2) 7

MILDRED
We're not so perfect.

LUCY
Yea. We wouldn't pull what they pull.

We hear the front door slam shut, announcing the return of Mildred's daughters--and Mildred holds up a warning finger to her friend.

MILDRED
Not right now.

Lucy's husband Ike toots his horn outside, and she remembers the plate she set down.

LUCY
I almost forgot. I fricasseed some chicken for supper but Ike's got a call in Long Beach so I'm going with him--thought it might spoil.

She gives Mildred a brisk hug, and catches sight of something.

LUCY
Mildred, I don't know how you do it.

MILDRED
What?

LUCY
(heading out the door)
That cake--it's <u>beautiful</u>!

There, on the table, Mildred's finished cake features an elaborate iced bird holding a scroll in its beak, reading: **Happy Birthday Bob.**

8 INT. LIVING ROOM - CONTINUOUS 8

We FOLLOW Mildred as she approaches the well-dressed "young lady" standing by the mirror removing her coat and hat.

MILDRED
Hello, dear. How was practice?

TB

8 CONTINUED: 8

VEDA, Mildred's eldest, turns to her mother: a dazzling, highly precocious 11-year-old, with bright blue eyes, copper-red hair--and a searing intelligence.

VEDA
Hello, mother. Mmm, pas extraordinaire.

MILDRED
Where's your sister?

VEDA
Outside.

She picks up her books and flexes one hand as she walks past Mildred into the kitchen. Mildred follows.

VEDA
That is, if Chopin's (French pronunciation): Grand Valse Brilliante doesn't give me palsy.

9 INT. KITCHEN - CONTINUOUS 9

VEDA
Though it is the creme-de-la-creme of waltzes, says Aaron Copland.

Veda plops down at the kitchen table, eyes on Mildred. She quizzes her mother.

VEDA
Now what did I say...?

MILDRED
(realizing)
Oh--The Grand...

VEDA
...The Grand Valse Brilliante. really, Mother. (glancing at the cake): And who, pray tell, is 'Bob'?

Mildred brings Veda an iced cupcake on a plate, decorated with an iced "V".

MILDRED
Here. I had extra batter.

9 CONTINUED: 9

VEDA
Oh, Mother, it's darling!

MILDRED
Bob Whitley. (opens kitchen door, calls): Ray! Time to come in now!

VEDA
Of course. The paper boy.

From outside we hear the voice of Mildred's youngest daughter, RAY, age 7.

RAY (O.S.)
Mommy--guess what?

Mildred goes to pour Veda a glass of milk.

MILDRED
He'll be a paper boy without a birthday cake if I don't find some way to get it over there. Maybe your Grandfather wouldn't mind taking me. Eat your cake now and we'll-

VEDA
Why can't we use our car?

MILDRED
Your father's out with it, and he-- may be late.

Veda is suddenly out of her chair.

VEDA
What time is it? Richard Crooks is back on the Voice of Firestone. He's doing a medley of the *The Student Prince*.

She runs out of the room.

MILDRED
You still have time.

Now Ray comes tumbling in the door, holding up her skates by their laces.

RAY
Mommy, guess what I did? Mommy, look!
(MORE)

TB

9 CONTINUED: (2) 9

RAY (cont'd)
I fixed my skates all by myself--I added string and now they're not too small anymore!

MILDRED
Ray, darling, be careful around the cake.

Ray pretends to stick her finger in it and laughs.

MILDRED
Ray!

RAY
I'm just pretending. Look Mommy, guess who I am!
(doing a scissor-shuffle)
Swaa-meee! How I love you, how I love you...!

MILDRED
(unable to keep from smiling)
Ray, please! Sit down, dear. I made you a special treat. Please...

10 INT. LIVING ROOM - MOMENTS LATER 10

We FOLLOW Veda as she walks back into the living room.

RAY (O.S.)
Mommy, guess what? Miss Pinkins said my caterpillar was the most beautiful.

Veda arrives at the door and stops.

VEDA
Mother, where's Father?

MILDRED
(still wrangling Ray)
He--had to go somewhere. Now please, dear, sit down and eat your-

VEDA
Then where are his clothes?

Mildred stops and turns to look at Veda, who remains standing at the door, coolly. Even Ray, cupcake in hand, settles to listen. The colorful cake seems to listen as well.

10 CONTINUED: 10

MILDRED
He's gone away.

VEDA
Where to?

MILDRED
I... I don't know.

VEDA
Is he coming back-?

Silence.

MILDRED
No.

Ray stops eating, her little face suddenly sinking.

RAY
But why? Why is he gone away?

MILDRED
I can't explain it all this instant. Someday you girls will understand. What's important to know is there's nothing to worry about. Nothing at all.

RAY
(growing distraught)
But... Daddy's gone.

MILDRED
It's all right, dear. Everything is going to be just fine.

Ray bursts into a child's sob. Mildred squats down with open arms and Ray folds into them. Veda remains standing, feeling further removed.

VEDA
(almost pleading)
I just wanted to know why his clothes were gone.

MILDRED
(comforting Ray)
Oh... darling, don't worry. You know your father thinks the world of you girls.
(MORE)

TB

10 CONTINUED: (2) 10

MILDRED (cont'd)
But he didn't want to say goodbye because he didn't want to upset you or worry you. But it's not his fault. It's no ones' fault. It's simply due to things that happen... All right?

Veda, who's been listening gravely, suddenly looks up.

VEDA
If you mean Mrs. Biederhof, Mother, I quite agree. I think she's distinctly middle-class.

Mildred winces, though can't help laughing at the same time at her daughter's precocity, and takes Veda into her arms as well, kissing and hugging both of her girls.

MILDRED
Oh, Veda, my darling! What would I do without you girls?... All right. What do you say we phone your Grandfather and see if there isn't some way to bring Bob the paperboy his cake!

11 INT. GLENDALE HOUSE - MASTER BEDROOM - NIGHT 11

Mildred sits at the dressing table alone, brushing her hair, removed from her thoughts. She stops and turns to the mirror, grimly. The radio whispers a distant, melancholy tune.

A framed wedding portrait of her and Bert stands on a table beyond the vanity. Mildred walks over to snatch it up and bury it in a dresser drawer. She turns, and examines herself full figure in the mirror, then leans in and examines her teeth. She steps back and opens her robe and surveys her legs, shifting her weight so that one leg beds attractively. She squints--discerningly--at her reflection. She knows her legs really are her best feature, and is quite vain of them.

MILDRED
(ironically)
Great American institution…

12 INT. EMPLOYMENT AGENCY - WAITING ROOM - DAY 12

WE PAN over the vacant expressions of SEVERAL WOMEN seated in the waiting room, each trying to ignore the muffled tones of an interview in progress. The last vacant face is Mildred's.

TB

12 CONTINUED: 12

Mildred glances down. CLOSE on an application card. Next to the entry, **POSITION,** Mildred has written in**: Receptionist**

The waiting continues, until finally the door to the office suddenly opens and a desperate looking MAN WITH A CAP, still yammering, is escorted out by a stern-faced woman, MRS. TURNER (40's).

MAN WITH A CAP
Never mind about all them years behind a register--doesn't mean a damn thing. Why, I been working since I was six-years-old--six-years-old, at the Bit-O-Honey factory!

MRS. TURNER
Mrs. Pierce?

13 INT. EMPLOYMENT AGENCY - OFFICE - MOMENTS LATER 13

WE FOLLOW Mildred's application card as she hands it to Mrs. Turner, who briefly scans the form, smoking from a long holder. Her office is small and neat and filled with wooden file cabinets.

MRS. TURNER
Receptionist, eh? Sorry, dearie. Just so happens, at the moment, receptionists are out.

MILDRED
Out?

MRS. TURNER
That was then. In those good old days, when even a hockshop had to stick this receptionist thing out there in front to show it had class. But at some point they found out she wasn't strictly necessary and started, you know, sleeping with their wives. Anyway, the birth rate went up. But you're out of luck.

MILDRED
Well--certainly there are other things I can do. I'm an excellent cook.
(MORE)

TB

13 CONTINUED: 13

MILDRED (cont'd)
I sell my own pies and cakes--I wrote down “receptionist” but that’s not all I can do.

MRS. TURNER
Sure it is. Or you would have written it on the card. I go by the cards.

MILDRED
But...

Mrs. Turner opens a drawer full of cards, color-coded, hundreds of them.

MRS. TURNER
…Stenographers, secretaries, nurses, laboratory assistants, chemists. Why would I recommend you ahead of any of them? Some of these girls are PhD's and ScD's. Bookkeepers. Sales people. All laid off, sitting by their phones, hoping and praying I'll call. I won’t call. “Receptionist” just means there’s not a thing on earth you’re trained to do. What I'm trying to tell you is: you haven't got a chance.

Mildred looks at her, taken aback.

14 INT. GROCERY STORE - DAY 14

We TRACK SLOWLY PAST the produce aisle of a grocery store.

Mildred scans the fruit and vegetables, counting her change. She adds a bunch of carrots to her basket.

She selects a jar of milk from the dairy aisle, inspecting the price. She puts the milk into the basket, then unhappily returns a package of hot dogs to the shelf.

15 EXT. GLENDALE STREET - LATER 15

Mildred walks home with her grocery bag, tired from another endless day on foot. Something up ahead makes her slow.

16 EXT. GLENDALE HOUSE - CONTINUOUS 16

Outside her house she sees Mr. Pierce's car parked in the drive, and MR. PIERCE, Bert's father, beginning to approach--just as Ray comes barreling up to greet her.

RAY
There's Mother! Mommy! Mommy, can we go to Grandma and Grandpa's for dinner and sleep-over? Can we Mommy?

Mildred sees MOTHER PIERCE seated in the car and Veda stepping out of the house with an overnight case.

MR. PIERCE
(approaching)
We thought it would be nice for the girls, with everything you got on your plate.

MILDRED
But--I just bought groceries.

RAY
Please, Mommy, can we?

MR. PIERCE
Veda packed 'em up a case for the weekend...

MILDRED
(to Ray)
Of course you can, dear.

Ray cheers and hugs her mother and Mildred walks them to the car.

VEDA
Don't worry, Mother. I remembered her slippers--and her little bear.

MILDRED
So long as you girls are sure to help out--and look after your sister.

VEDA
Naturally, Mother.

TB

16 CONTINUED: 16

MILDRED
(to Mr. Pierce)
You sure Bert didn't put you up to this?

MR. PIERCE
Bert?

MRS. PIERCE
The girls were all alone.

MILDRED
Well you girls have a wonderful time... And mind your grandparents!

Doors slam and the girls wave as they start off, tooting their horn. But not before another car goes by, carrying off another family with their picnic baskets and inner-tubes.

17 INT. GLENDALE HOUSE - LIVING ROOM/KITCHEN - CONTINUOUS 17

Mildred shuts the door behind her and carries the groceries into the kitchen. She puts them down and stares at the bag on the counter. Then she bursts into tears.

She hears a knock at the door and smiles, wiping her face and hurrying to answer.

18 INT. LIVING ROOM - CONTINUOUS 18

MILDRED
Well that was fast-

But the door opens on WALLY BURGAN (age 40), a stocky man with a fedora, standing on the front porch with a cigarette.

WALLY
Hello, Mildred. Is Bert around?

MILDRED
(still wiping her hands)
Oh--Wally. No. Not right now he isn't.

WALLY
You know where he went?

MILDRED
I don't.

18 CONTINUED: 18

WALLY
All right... Something came up over at Pierce Homes, little trouble over a title. Thought maybe he could help us out. Ask him if he can drop over, will you?

MILDRED
Is it--would there be a fee?

WALLY
We could probably... cook something up.

MILDRED
Ah--Wally, come in, will you?

A bit surprised, he steps into the house and Mildred closes the door after him.

MILDRED
If it's important, Wally, it might be better you... look Bert up yourself. He--he's not living here, anymore.

WALLY
What?

MILDRED
He went away.

WALLY
Where?

MILDRED
I don't know. I didn't ask. But I'm sure... old Mr. Pierce would know, or perhaps Maggie Biederhof--at least how to reach him.

WALLY
Well... When did all this happen?

MILDRED
Just--a few days ago.

WALLY
You're saying you've busted up? For good?

18 CONTINUED: (2) 18

MILDRED
Well... yes, as far as I know.

WALLY
It’s a hell of a note.

He lights another cigarette and his eyes drop down to Mildred’s legs, which she notices. He looks off a few other places to make it seem less intentional.

WALLY
So what have you been doing with yourself?

MILDRED
Oh... I keep myself busy.

WALLY
You don’t look busy.

MILDRED
The girls are away with their grandparents. I have the day off.

WALLY
You know, I wouldn’t ask much to take it off with you. I never did mind being around you, Mildred.

MILDRED
Well you certainly kept it to yourself.

WALLY
Me, I’m conscientious.

They both laugh.

WALLY
But look. What are you doing tomorrow night?

Mildred looks at him, smiling, and shakes her head.

Wally smiles back, eyebrows high.

WALLY
Well...?

19 INT. KITCHEN - NEXT MORNING 19

Lucy sits at the kitchen table drinking coffee as Mildred prepares two pies for baking. She is just transferring the top layer of dough to the second apple pie and trimming the edges, as she shares her news with her neighbor.

LUCY
Wally Burgan?

MILDRED
Yes, Wally Burgan.

LUCY
Since when was Wally Burgan interested in you?

MILDRED
Well, that's just it, Lucy, I don't think he ever was. I don't think he'd ever looked at me. But the second he heard Bert was gone, well it was almost funny the effect it had on him.

LUCY
Yea, I forgot to mention that. The morals they give you credit for, you'd be surprised. To him, you were a red-hot mama the second he found out.

MILDRED
Found out what?

LUCY
Grass widow! From now on, honey, you're fast.

MILDRED
Are you serious?

LUCY
I am. And they are.

Mildred reflects on this a moment, not feeling any faster than before. She goes to the oven and removes two fresh cherry pies--golden-brown with lattice tops--and sets them down to cool. Then into the open oven go the two new apples.

19 CONTINUED: 19

LUCY
So how'd you leave it, for tomorrow?

MILDRED
That he's picking me up at seven, and taking me out somewhere-

LUCY
Alright--See, there's mistake number one. First thing, baby, I wouldn't let that cluck buy your dinner. No--what I would do is sit him right down and give him one of those Mildred Pierce specials, just like-

MILDRED
What? Me work when he's willing to-

LUCY
As an investment, baby... Now shut up and let me talk. Why do you suppose he wants to take you out someplace? To show respect? To prove his high regard for you? Malarkey! They take us out for one reason, and one reason only: to get a drink--them. And, baby-(walking over to Mildred): right there is where I come in. Come here.

Lucy takes Mildred's hand and leads her to the door.

MILDRED
You mean now?

Lucy opens the door and hurries Mildred across the drive to her house.

20 INT. LUCY'S HOUSE - PORCH - MOMENTS LATER 20

Lucy is pulling out two bottles of liquor from a box onto her patio table.

LUCY
Now this stuff, the gin and the Scotch, is right off the boat--but it's legit, wherever Ike got it from. And it's A-1.
(MORE)

TB

20 CONTINUED: 20

LUCY (cont'd)
Now this other, the wine, is straight from California but it's okay booze, so lean on it. That's the trick, baby. Handle the wine right and the high-priced stuff will last and last. What are you serving?

MILDRED
Who says I'm serving anything?

LUCY
Baby, baby... You go out with him, and he buys you dinner, and you get a little tight, and you come home and something happens-

MILDRED
Don't worry. Nothing'll happen.

LUCY
Of course something'll happen... eventually. And when it happens, it's Sin. It's Sin because you're a grass widow and fast and he's all paid up because he bought your dinner and that makes it square. But: if you bought his dinner... and cooked it for him the way you do--and just happened to look cute in that little apron, and something just happened to happen... well that's just Nature, old Mother Nature, baby, and we all know she's no bum. And Wally's not paid up--he's not even close.

Mildred shakes her head and smiles.

LUCY
Anyway--Last I heard you were up against it, so... You play your cards right, inside a month he'll be taking you shoppin' for a divorce!

MILDRED
So, you really think I want to be kept?

LUCY
Yes.

21 EXT. GLENDALE HOUSE - NIGHT 21

From a distance, through falling rain, WE SEE Wally knock on the front door and Mildred answer in her best print dress. We can just make out their exchange through the downpour:

MILDRED
My goodness--it's really coming down...

WALLY
You ready to go?

MILDRED
You mean in this?

WALLY
It's what we said, isn't it?

MILDRED
Well yes but it's just so awful out! Why don't I fix you something here tonight and we can go out-

WALLY
Hey, hey, I'm taking you out.

MILDRED
Well at least come in while we decide... (ushering him inside): You go on in the den and I'll be right there.

She shuts the door behind them.

A short back and forth ensues, ending in Wally following Mildred inside.

22 INT. DEN - LATER 22

Mildred is pouring herself a cup of coffee over the remains of dessert on a card table and joining Wally on the couch. He leans back, cup in hand, as MUSIC hovers softly.

WALLY
That was something, Mildred. The pie. The dinner you whipped up.

MILDRED
That's another thing you might have noticed, all the times you've been over here.
(MORE)

(CONTINUED)

22 CONTINUED: 22

MILDRED (cont'd)
I don’t know how much of a bartender I am, but I’m an awfully good cook.

WALLY
But the gin! I haven’t had real gin since--God knows when. All they serve in these speaks is smoke, and a guy’s taking his life in his hands, to boot.

MILDRED
Well I’m glad you enjoyed it... I feel a chill. (she gets up and starts clearing): As soon as the cook gets these dishes out of sight, she's going to put on a warmer dress.

WALLY
You need any help? I could see giving those apron strings a pull.

MILDRED
(starting out)
You do and I might just put it on you, make you do the dishes.

TB

23 INT. MASTER BEDROOM - LATER 23

MUSIC hangs in the dark, as Mildred pulls a dress from the closet. She sighs, smiling lightly at the night's progress. But, laying the dress on the bed, she wonders exactly what it is she's doing. She slips out of her print dress, standing in bra, short slip and stockings. She hears something and turns:

Wally stands in the crack of the door with a foolish grin.

WALLY
Thought you might need a little help?

MILDRED
I don't need help, and I didn't ask you in here.

The door drifts wider, revealing her in full.

WALLY
Jesus...

Mildred turns away from him, reaching for the wool dress, which she quickly slips over her head, struggling to find the sleeves. Suddenly--Wally's arms are around her from behind.

WALLY
I'm sorry, Mildred. I just came in to pull those apron strings, as a gag--You know I wouldn't pull any cheap tricks on you...

She doesn't shrug him off, and this surprises her, even as his hands slide up her body and close on her breasts, squeezing gently. Instead she rolls back her head and turns around into his arms.

They continue kissing as Wally unbuckles his belt and opens his pants. Observing her lack of resistance he takes her hand and guides it over. She allows it, closing her eyes. He tries shuffling her towards the bed, his pants now around his ankles, and almost falls. They laugh as they tumble onto the quilt.

24 INT. MASTER BEDROOM - LATER 24

MUSIC FADES as Wally lights a cigarette, sprawled naked in bed, looking off into space. The toilet FLUSHES and Mildred emerges from the bathroom, dressed in a putty pink robe.

TB

24 CONTINUED: 24

She sits down at the vanity, removing pins from her hair and glancing at Wally though the mirror.

MILDRED
Penny.

WALLY
Nothing really. Thinking about Bert.

MILDRED
About Bert? What's there to think about him?

WALLY
Bert's a good friend. A goddamn good friend.

MILDRED
Well that's rich.

WALLY
Not to me, it's not.

MILDRED
A good friend. But not so godamn good that you wouldn't block him out of a job he was entitled to, and then go around playing politics so you could get it for yourself. It was Bert who started Pierce Homes, you may recall.

WALLY
Bert owned farmland and developers came knocking. He got lucky, that's all. Anyway, cussing's no good, Mildred, coming from you.

MILDRED
Well, double-crossing's no good, coming from anybody.

WALLY
I don't like that.

MILDRED
I don't care whether you like it or not.

WALLY
They needed a lawyer.

24 CONTINUED: (2) 24

MILDRED
After you talked to them they did. Oh yes, at least a dozen people came to Bert, and warned him what you were doing and begged him to go down and put his claim in, and he wouldn't do it--he didn't think it was proper. 'Til he found out what was proper--and what a pal you were.

WALLY
I give you my word, Mildred-

MILDRED
And what's that worth, exactly?

Mildred gets up and starts pacing anxiously.

MILDRED
Why don't you tell the truth, Wally? You've gotten what you came for, haven't you? A drink, a dinner, and some things I'd prefer not to mention. And now you want to duck so you start talking about Bert. Funny you didn't talk about Bert when you came in here, wanting to pull those apron strings. You remember them, don't you?

WALLY
I didn't hear you saying no.

MILDRED
No, I was a sap. And you're just like all the-

But she stops, feeling a sudden pang of guilt. After all, she was the one who'd laid the intricate trap, all he did was play right into it. She shakes her head and walks over, sitting down beside him on the bed. They sit there a moment, feet on the floor, eyes down.

MILDRED
I'm sorry, Wally.

WALLY
Hell, that's all right.

MILDRED
I've been a little upset lately.

TB

24 CONTINUED: (3) 24

WALLY
Who wouldn't be?

He takes a slow drag from his cigarette as they each fall back into thought.

25 EXT. GLENDALE HOUSE - SIDE ALLEY - MORNING 25

Lucy is taking out the trash when she finds Mildred putting out some bottles.

LUCY
Say, doll! How'd it go last night?

MILDRED
Well. I'm on the town.

LUCY
Yea...? So how's it feel?

MILDRED
Fast.

Lucy grimaces. In response, Mildred hurls the empty bottle into the can, which clangs loudly. Then she kicks the can bitterly and gives a whimpering laugh, MUSIC picking up and playing over:

26 INT. BUS - LATER 26

Sun flickers through the dusty windows as Mildred, seated, glances over a folded sheet of want ads. The listing for **SALESWOMAN - HAT SHOP** has been circled. She looks up as the bus comes to a stop.

Through the windows we see her exit the bus, turn to get her bearings and start down the busy downtown street.

27 EXT. GRAND STREET - DOWNTOWN LA 27

She stops a moment, looking across the street for an address. She spots it, and weaves through the crowded street, combing her way to a shop window. But just as she arrives at the Ladies Hat Shop--the "HELP WANTED" sign is removed from the window.

She stares back in disbelief before sighing and continuing on down the street.

TB

28 INT. ELEGANT JEWELRY STORE - DAY 28

The SALESMAN smiles grimly.

29 INT. MODEST JEWELRY STORE - DAY 29

The STORE OWNER shrugs.

30 INT. LADIES SHOE STORE - DAY 30

The SALESLADY, CLOSE, confides with a tiny head-shake, as the female CLERK stands in the background, staring.

31 EXT. DOWNTOWN STREET - MOMENTS LATER 31

CLOSE on Mildred's feet as she exits a Ladies Shoe store, adjusting a piece of cardboard wedging the heel of her shoe. She continues on down the street, her pace slowing, as she passes VENDORS, WORKERS, COPS, and SHOPPERS.

32 EXT. DEPARTMENT STORE - LATER 32

She stops at the corner in front of a large Department Store. An unemployed APPLE-SELLER stands beside the newsstand, where the headlines read**: Hoover Calls Halt to Reparations; Boulder Dam Breaks Ground.**

She turns and sees a MOTHER WITH THREE BABIES standing beside the revolving door, holding a cup. Through the glass a SMALL MAN in a vest is taping a hand-written card to the window. It reads**: GIRL WANTED - TEA ROOM, 8TH Floor**

Mildred steps closer, feeling a sudden advantage in what she is witnessing, and decides to go inside, pushing her way through the revolving doors.

33 INT. DEPARTMENT STORE - ELEVATOR/TEA ROOM - MOMENTS LATER 33

Mildred exits the elevator and approaches the glass doors of the Department Store Tea Room, where the Small Man has just returned. Inside, LADIES IN HATS lunch on tea and sandwiches, as WAITRESSES in green chiffon aprons scurry through the foam green room. She glances at her reflection in the glass and pats her hair into place. Inside, a PROFESSIONAL LADY around Mildred's age is being served tea and cakes.

TB

33 CONTINUED: 33

She takes a coin from her purse and imperiously hands it to her WAITRESS, who turns, walking off in our direction. Somehow, despite the distance, the Waitress locks eyes with Mildred. There's a bleakness in her thin, hard lips and hollow stare, and Mildred looks away, just as

The door opens and the Small Man, who's seen her standing there, leans out.

SMALL MAN
You here for the job?

Mildred looks back at him, startled, instinctively backing off.

MILDRED

No--I was...

The elevator pings and its doors open, unloading more JOBSEEKERS from the street. Mildred hurries off to catch it, nearly colliding with them on the way. *

34 INT. BUS - LATER 34 *

CLOSE on Mildred seated on the bus, her head tucked in shame from her flight--and from the welling of relief it brings. *

MUSIC rises. *

35 OMIT 35 *

36 INT. GLENDALE HOUSE - KITCHEN - DAY 36

Mildred's stove-top is a study in precision as she serves Veda and Ray exact portions of breakfast--one piece each of french toast and half a sausage--while making a call.

MILDRED
Yes, hello, Mrs. Whitley, it's Mildred Pierce... No, nothing like that. I just hadn't heard and was wondering if you wanted your usual order for next week or...

Veda, taking over as junior mom, begins cutting Ray's food.

RAY
I can do it! I can do it!

MILDRED
Oh... No, certainly. I know how it is... Well, you know where to find me. Thank you, Mrs. Whitley. Bye now. (hangs up) Shoot.

VEDA
What is it, Mother?

MILDRED
Nothing, dear. Everything's fine.

VEDA
Oh, Mother, I wish you wouldn't worry so. I just know everything's going to work itself out, I know it will. Remember? "Do your duty and a little more and the future will take care of itself."

Mildred stops, touched by Veda's words, and gives them each a quick kiss.

MILDRED
Oh, what would I do without my two darling girls?

RAY
Aww, cut the mush.

Mildred laughs as the phone starts to ring again.

MILDRED
Now what? Veda, as soon you're done you help your sister gather her school things. It's already a quarter past.

VEDA
Yes, Mother.

MILDRED
Hello? Yes?... Mrs. Turner, yes, of course I remember. From the employment agency... It did?... Of course--certainly. I'll be there just as soon as I-... I will. Thank you, Mrs. Turner. Thank you!

TB

36 CONTINUED: (2) 36

She hangs up the phone and turns to find Veda watching her, and for a moment, as Ray fiddles with her food, mother and daughter share a silent look of resiliency and faith.

VEDA
You see?

MILDRED
(smiling affectionately)
Yes. Now hurry and finish up you two-- you're going to be late for school!

37 INT. EMPLOYMENT AGENCY - OFFICE - DAY 37

Mrs. Turner is closing the door and returning to her desk as she speaks to Mildred, who sits upright in her chair, dressed in her same "best" print dress, hat and coat.

MRS TURNER
Now, the agency doesn't normally handle domestic help, so this one's strictly off the books. But I was over in Beverly the other night, and got talking to a lady that's going to marry a director, and he doesn't know it yet, but his house is in for a big shake-up. So she needs a housekeeper. And on account of all that fine domestic efficiency you were telling me about, I told her about you.

MILDRED
I hardly know what to say. I... You see I recently came across a similar job, as a waitress, and I-

MRS. TURNER
And you turned it <u>down</u>?

MILDRED
I <u>couldn't</u>, I just... can't go home and face my children knowing their mother works all day at taking tips, and wearing a uniform and mopping up crumbs.

MRS. TURNER
But you can face them fine with nothing left to eat?

TB

37 CONTINUED: 37

MILDRED
That will never be the case, Mrs. Turner, I'd... (changing the subject): I'm extremely grateful that you thought of me--though I can't see why you did. Certainly I'll go over there, as a courtesy to you.

MRS. TURNER
What have I got to do with it? Either you want it or you don't. Listen--this is just one woman's opinion, and it may be all wrong. I've got my own little business, sure. But if that went bust and I had to choose between my belly and my pride, I'm telling you right now, I'm picking my belly every time. You want to know why I recommended you? Sure, you've got a head on your shoulders and a good physique. But you've let half your life slip by without anything but sleeping, cooking, and setting the table, and lo and behold that's all you're good for. So get over it. It's what you've got to do, so you may as well start doing it.

Mildred looks back at her, ashen, as solemn MUSIC RISES

38 EXT. BEVERLY HILLS - DAY 38

WE PASS stately homes, drenched in sunlight, protected by elegant, wrought-iron gates.

39 EXT. FORRESTER RESIDENCE - LATER 39

Mildred is making her way up the sweeping entrance of the Beverly Hills mansion, as sun pounds down on the concrete drive. As she approaches the front door, she takes out her handkerchief and quickly mops her face and neck, MUSIC fading. The door opens and she looks up embarrassedly at the white-coated HOUSEMAN.

HOUSEMAN
Housekeeper?

TB

39 CONTINUED: 39

MILDRED
Yes, I was sent by-

HOUSEMAN
Back door.

40 INT. FORRESTER RESIDENCE - KITCHEN - MOMENTS LATER 40 *

The Houseman leads Mildred through the kitchen. *

40A INT. FORRESTER RESIDENCE - HALLWAY - MOMENTS LATER 40A *

The Houseman leads Mildred down a hallway into the library. *

41 INT. LIBRARY - CONTINUOUS 41

The Houseman leaves her standing alone in the library without a word. Mildred takes a seat, adjusting the strap on one of her shoes. A moment later the double doors reopen and in steps MRS. FORRESTER, a tall, middle-aged woman in a flowing negligee.

MRS. FORRESTER
How do you do, I'm Mrs. Forrester.

Mildred stands, hands Mrs. Forrester a letter from Mrs. Turner.

MILDRED
How do you do.

As Mrs. Forrester glances it over Mildred sits down again.

MRS. FORRESTER
(smiling, not looking up)
It's customary, Mildred, for the servant to sit on the Mistress's invitation, not on her own initiative.

Mildred, startled, stands.

MRS. FORRESTER
It's perfectly all right, but on little things, especially with an inexperienced woman, I find it well to begin at the beginning. Do sit down.
(MORE)

(CONTINUED)

41 CONTINUED: 41

MRS. FORRESTER (cont'd)
We've many things to talk about, and it'll make me quite uncomfortable to have you standing there.

(CONTINUED)

41 CONTINUED: (2) 41

MILDRED
This is all right.

MRS. FORRESTER
Mildred, I invited you to sit down.

Mildred--fighting a sudden wave of angry tears--sits down again. A quiet muddle of MUSIC hangs between Mildred and Mrs. Forrester's words:

MRS. FORRESTER
Now, as Mrs. Turner no doubt informed you, Mr. Lenhardt and I will be married next month, and I'm determined to bring this mausoleum of his into the 20th century, so I need a highly capable person to take charge of the plans.

As Mildred listens a quiet DISCORD rises, harkening the protest churning up from within.

MRS. FORRESTER
Now, private quarters are above the garage, around back, and your daughters are welcome to live with you there--I myself have two children from my previous marriage, though of course fraternization between the children would not be permitted. I don't foresee a problem, though, seeing as you'd have your own entrance on the lane and, whatever the case, all such concerns can certainly be worked out-

Suddenly Mildred stands, flushed.

MILDRED
Excuse me but I... don't think I'm quite the person you want here, Mrs. Forrester.

MRS. FORRESTER
I beg your pardon-?

MILDRED
I don't believe I'm quite the person for the job, if you'll excuse me- (backing away)

TB

41 CONTINUED: (3) 41

MRS. FORRESTER
The mistress terminates the interview, Mildred.

MILDRED
Mrs. Pierce, if you don't mind--and I'm terminating it. *

MRS. FORRESTER
Harris--will show you out-

MILDRED
(hurrying out)
I'll find my way, thank you...

41A INT. FORRESTER RESIDENCE - HALLWAY - CONTINUOUS 41A *

Mildred marches out toward the front door of the house. *

42 EXT. BEVERLY STREET - MOMENTS LATER 42

We FOLLOW Mildred as she stalks down the street, MUSIC swirling. In her mad confusion of pride and desperation, dizzying sunlit mansions pass. *

43 INT. BUS - HOLLYWOOD - LATER 43

Mildred stands in the crowded bus, dizzy with humiliation and heat. The bus turns a corner and she sways with the others, struggling to pull the cord. Everyone is rocked when it comes to a sudden stop--and Mildred struggles to the door.

44 EXT. HOLLYWOOD STREETS - LATER 44

Gears crank into motion and the bus pulls away, leaving Mildred weaving to the busy corner, through the small crowd * gathered at the stop. She decides to walk to the next stop * for her transfer, passing oncoming bodies, a NEWSBOY shouting * headlines, and finally a truck unloading from the street. She * cuts across the hot blaring street, cowed by honking cars, * and stops on the other side. She steadies herself at a lamp- * post to adjust the heel of her shoe, feeling a sudden wave of * dizziness. She spots a diner one door down. *

45 INT. HOLLYWOOD RESTAURANT - MOMENTS LATER 45

Mildred makes her way through the crowded lunch spot--a big, classic American diner--to an empty table by the window.

45 CONTINUED: 45

She sits, catching her breath, as a WAITRESS hands her a lunch menu. Mildred shakes, holding it, and puts the menu down.

45 CONTINUED: (2) 45

MILDRED
I'll just have a ham sandwich with lettuce and a glass of milk--and water, please, as soon as you--

WAITRESS
Coming right up.

46 INT. HOLLYWOOD RESTAURANT - LATER 46

Through the glass we watch her, sitting in a daze, as people pass from the street. We see the Waitress returning with her order.

Mildred's plate lands in front of her and, before she can reply, her milk and her glass of water. She takes a long drink of water and begins to eat without expression, drained and depleted, finally taking in her surroundings.

The lunch-crowd is a swarm of contrasts. A table of MEN IN STARCHED COLLARS speak animatedly, blowing off steam. Beside them, a SINGLE MAN sits quietly over a bowl of soup and a pile of crackers, scanning his betting cards. She overhears bits of conversation: *

STARCHED COLLAR MAN 1 *
Dunno what newspapers you're reading, pal. *

STARCHED COLLAR MAN 2 *
The Times, The Herald, The Chronicle. All the editorial pages say the same... *

STARCHED COLLAR MAN 1 *
Check the crime blotter. That's where the real news is. *

STARCHED COLLAR MAN 2 *
Well, they say next year at the latest. *

STARCHED COLLAR MAN 1 *
Word on the street says different. *

TABLE TWO WOMAN 1 *
I don't see the big fuss. *

TABLE TWO WOMAN 2 *
Oh, you didn't like it? *

TB

46 CONTINUED: 46

TABLE TWO WOMAN 1 *
It's no Flesh and the Devil, *
anyway. *

TABLE TWO WOMAN 2 *
I just think she's extremely *
beautiful. I'd watch her sleep. *

TABLE TWO WOMAN 1 *
Garbo snores! *

Across the way, Mildred observes another waitress (WAITRESS 2) clearing a table and pocketing part of the tip.

Moments later a commotion begins offscreen, though it takes Mildred a moment to discern. It begins with a SLAP.

WAITRESS 2 (O.S.)
Ow!

WAITRESS (O.S.)
You! (we hear another SLAP)

Across the way, two tables down, Mildred sees her waitress (whose name is ANNA) cornering Waitress 2, having caught her pocketing the tip.

ANNA
I caught you, you dirty little crook! I caught you red-handed, right in the act!

A brash, bossy head waitress comes tearing over (IDA, 30's) as all the staff and most of the restaurant look on.

IDA
Girls! Girls!

TB

46 CONTINUED: (2) 46

ANNA
I caught her! She's been doing it right along, stealing tips off my tables! She stole ten cents off eighteen, before that lady sat down, and now she stole fifteen out of a forty-cent tip right under my nose--and I seen her do it!

IDA
All right! Quiet down--both of you! We got no time for this-

As the place erupts, the manager, MR. CHRIS, a stout Greek man in his late 40's, comes tearing out of the kitchen, black eyes flashing.

MR. CHRIS
Ida--What the hell you got out here?

IDA
Anna says she caught Doris glommin' tips.

ANNA
Doris is stealin' my tips--I just seen her do it on table fourteen!

MR. CHRIS
That's it! Both of you--you're fired!

ANNA
But I didn't do nothin'!

MR. CHRIS
Oh, no? You turn my place into a boxing ring? That's it. You out.
(to customers)
Ladies and gentlemen, I hapologize for such commotions, hokay? Please...

Mr. Chris and Ida, the head waitress, hurry back into the kitchen, talking feverishly and ordering everyone back to work. Anna storms after her bosses in protest, while Waitress 2 goes tearing off the other direction, down the stairs, yanking off her apron.

Mildred, who's been observing the little eruption, begins gathering her things to go. As the order bell dings repeatedly in the distance a trace of MUSIC starts to rise--slowly, quietly taking hold, like a destiny.

TB

46 CONTINUED: (3) 46

Rising slowly, Mildred makes her way to the cashier, bill in hand. Still in a kind of fog she pays the cashier for her lunch. Without thinking twice she glances back toward the swinging doors of the kitchen, no longer whisking servers to and fro, but suddenly quiet. For several seconds she's unable to move. Every fiber of her being tells her to run, to continue out the way she came, through the door and back onto the burning pavement. But something stops her. And she finds herself being summoned by those swinging doors of commotion and shame--to her future.

47 INT. KITCHEN - CONTINUOUS 47

CLOSE on Mildred as she quietly enters, standing by the door to observe, as if she were invisible.

Inside, the noisy, churning place is in full throttle. Ida is shrilling into Mr. Chris's ear, as emotions run high among Anna and the other waitresses, all of whom ignore the orders piling up on the metal shelves behind them.

IDA
You've got to put somebody on! It's a mess out there!

MR. CHRIS
Yes, because everybody is here ignoring their tables-

IDA
It's 2:15. You cut two girls off the line right now, you're dead meat.

Ana has caught sight of Mildred, by the door, and soon the other waitresses spot her as well.

ANNA
(referring to Mildred)
So what's this? You mean to tell me she's taking over for me? Oh, no! Nothing doing!

WAITRESS 4
Who is she?

WAITRESS 3
No way does Anna get the boot for some ankle off the street. If it wasn't for Anna, we'd all be gettin' our tips nicked.

TB

47 CONTINUED: 47

IDA
Wait a minute, wait a minute!

Ida, zeroes in on Mildred.

IDA
You. You here t'work?

The whole room is watching.

MILDRED
Well-...yes, if you-

WAITRESS 3
That's it, I'm quits. No way am I staying with her-

WAITRESS 4
How can you drag in some dame off the street just 'cause Anna had the guts to-!

IDA
I'm tellin' ya Mr. Chris, this is a lunch train. You gum up the tracks, you lose-!

ARCHIE, the enormous chef (and actual ruler of the kitchen) starts banging on the steam table to quiet the room. But when a wildly gesticulating Waitress 3 knocks a club sandwich off the shelf--it's Mildred who jumps, rescuing it mid-air. She sets it down and quickly reassembles it as best she can. Archie, not missing a beat, gives a curt nod of approval.

MR.CHRIS
Hokay, hokay--cut the hoo-ha!
(beat)
Anna, and the new girl stay.
(cheers)
Now go go go!

48 INT. LOCKER ROOM - MOMENTS LATER 48

Ida is rushing Mildred to the lockers to change. She hands her a menu to study.

IDA
Study that while I find you something. Prices specially. What size you wear?

MILDRED
Ten.

IDA
You ever work in a restaurant?

48 CONTINUED: 48

MILDRED
No.

Ida shakes her head. Mildred hurries out of her dress while looking over the menu.

CLOSE ON MENU: we see 55 and 65 cent lunch specials, appetizers, steaks, chops, desserts and fountain drinks.

Ida returns with a uniform--pale blue with white collar, cuffs and pockets. Mildred slips it on.

IDA
Your uniform comes off the first check, three ninety-five; and you keep it laundered. The pay is 25 cents an hour, and you keep your own tips.

MILDRED
And what's your name, miss?

IDA
Ida. Yours?

MILDRED
Mildred Pierce.

49 DINING ROOM - MOMENTS LATER 49

WE FOLLOW as Ida rushes Mildred back to the floor, passing what will be Mildred's station, four little booths against the wall, full of angry customers.

IDA
I'm giving you a light station, see? Three, four, five, and six, all of them little booths against the wall. That's so you don't get no fours. Singles and two's are easier. All them that's just come in, you take them, I'll cover the others.

They stop at the CASHIER, a fish-faced blond who starts immediately unloading.

CASHIER
<u>Now</u> you show--after two stiffs, one goose cursing at me nonstop and two fours about to torch the place-!

(CONTINUED)

TB

49 CONTINUED: 49

CLOSE on the order pad as Ida explains:

IDA
So here you mark your number--
you're No. 9. And here you mark the
number of the table, here the
number of customers on the check
and down here everything they
order.
(to Mildred's face)
Now, you got to account for every
check, see? If you make a mistake,
it's deducted, and you got to pay
for it. Got it?

MILDRED
Got it.

IDA
Now go.

Suddenly Mildred is on her own, approaching a table of two frowning women.

MILDRED
Can I help you?

WOMAN 1
Well, we're not sure we're having
anything at all. And what kind of
place is this, anyway, letting
people sit around without even
asking them if they minded waiting?

Mildred controls a sudden desire to lash back--and manages to smile.

MILDRED
Well, it's been a... little trouble
earlier, but if you could just be
patient a moment, I'll see that
you're--served at once...
(by sudden instinct)
The roast chicken is awfully good
today.

WOMAN 1
Well. All right, then. I'll have
the 67 cent lunch with the chicken.

TB

49 CONTINUED: (2) 49

WOMAN 2
I'll do the same. But see that there's no gravy on mine in any way, shape or form. I hate brown gravy. (she laughs)

MILDRED
Yes, Miss. I'll remember.

Mildred heads for the kitchen, nearly colliding with Waitress 3 coming out the out door.

50 INT. KITCHEN - CONTINUOUS 50

MILDRED
(to Archie)
Two roast chicken. One without gravy.

IDA
Hold one gravy, hold it. (yanking Mildred aside) You gotta call it right! You can't work nowhere without you're in good with the Chef. You gotta call it right for him. Never 'without,' always 'hold'.

MILDRED
Yes, Miss.

Mildred glances over at Archie, then goes to fill her two bowls of soup.

IDA
Pick up your starters! Pick up your starters!

Mildred suddenly realizes Ida is yelling at her and goes blank. Ida manically grabs two plates of salad, whips two pats of butter into two small plates, and hands them to Mildred.

IDA
Have they got water?

MILDRED
Not yet.

IDA
For crying out loud.

50 CONTINUED: 50

She fills two glasses, adds two napkins.

IDA
Okay, get in there.

MILDRED
Well--can I have a tray?

In despair, Ida picks up the lot spreading them across her fingers and half up her arm, and rushes off, shouting back at Mildred:

IDA
Get the soup! The soup!

Mildred runs back for the soup.

51 INT. DINING ROOM - MOMENTS LATER 51

Ida is already smoothing things out with the customers, who smile at Mildred as she carefully serves the soups.

WOMAN 1
Good work, January.

They giggle. Mildred starts to go but Ida snaps back.

IDA
Pick up something! Don't never make a trip, in or out, without something in your hand. Grab that!

MUSIC resumes over

VARIOUS SHOTS - THE REST OF MILDRED'S DAY:

52 INT. DINING ROOM - LATER 52

Dirty dishes pile up on Mildred's tables, as she serves a table of two BUSINESSMEN. Before leaving, one of them slides his hand right up her thigh. Shaken, she rushes off to clear a table. Waitress 3 swings by to help her, piling three plates up her arm and four more on her fingers.

53 INT. DINING ROOM - LATER 53

Mildred tries putting two on one arm and nearly loses them both.

TB

54 INT. DINING ROOM - LATER 54

Finally, the cashier approaches with a sour face. She shows Mildred a discrepancy on a bill. Mildred apologizes, fishes out the difference in coins. She sags back toward the kitchen, MUSIC fading.

55 INT. DINING ROOM - LATER 55

Mildred emerges from the Locker Room, back in her street clothes, exhausted. Meekly, she heads back to the kitchen. She knows that despite her best first effort--she stunk.

56 INT. KITCHEN - CONTINUOUS 56

WE ENTER the kitchen from Mildred's POV, as Ida and Mr. Chris look up from their discussion and Ida begins to approach. They settle, a little ways from the others, for the verdict.

IDA
(frank, sour)
Personally, Mildred, I don't think you're suited for it and Mr. Chris was not a bit impressed. But the Chef thinks you'll do so we're giving you a trial.

Mildred glances over at Archie, who pretends not to notice.

MILDRED
(so Archie can hear)
Well please thank Archie for me and tell him I hope I won't disappoint him.

Archie replies with a loud ursine cackle.

And Ida turns, leading Mildred back out to the Dining Room.

IDA
Your hours are eleven in the morning--ten thirty if you want breakfast--to three in the afternoon.

57 INT. DINING ROOM - CONTINUOUS 57

IDA
We don't do a big dinner trade, but most girls are on call twice a week from five to nine, same wages as daytime. And we're closed Sundays. ... You'll need white shoes. Ask for nurses regulation at any of the stores, two ninety-five.

Mildred looks back at her, slightly ashen.

IDA
What's the matter, Mildred, don't you want the job?

MILDRED
I'm a little tired, is all.

IDA
I don't wonder-(starting off again) the way you trot.

58 EXT. GLENDALE HOUSE - AFTERNOON 58

Lucy is following Mildred across the drive where Veda sits with Ray combing tangles out of her hair.

VEDA
(to Ray)
...Hold still, Ray. I can't do it if you keep squirming!-

RAY
'Cause it's <u>hurting</u>!

VEDA
Mrs. Gessler, do <u>you</u> know the name of Catherine Earnshaw's immortal beloved in Emily Bronte's *Wuthering Heights*?

LUCY
Can't say I do, Veda.

VEDA
It's quite famous.

58 CONTINUED: 58

MILDRED
Will you girls be alright while I speak to Mrs. Gessler?

VEDA
Yes, Mother.

59 INT. KITCHEN - CONTINUOUS 59

Lucy follows Mildred inside.

LUCY
...Well he phoned around nine, saying he had a hurry call that might keep him out. Didn't see him ‘til ten this morning. Sure--all in his line of business, but just the same.

Lucy sits down at the breakfast table as Mildred prepares tea.

MILDRED
Lucy, can you lend me three dollars?

LUCY
More if you want it.

MILDRED
No--Thanks... I just need a few things. (throws her a look): I’ve taken a job.

LUCY
A job? What kind of job?

MILDRED
Just a job.

LUCY
Then I hope for your sake you picked a 5 dollar house and not a 2.

MILDRED
I’m a waitress. In a hash-house.

LUCY
Sort of rhymes up the same way.

59 CONTINUED: 59

MILDRED
Just about.

LUCY
That's funny, though. And I know it's none of my business--But all the time you were answering those ads, and trying to get hired on as saleswoman, receptionist, whatever it was--I kept wondering to myself why you didn't try something like this.

MILDRED
Why, Lucy?

As Lucy answers we hold on Mildred, CREEPING IN almost imperceptibly, MUSIC turning like milk.

LUCY
Suppose you did get a job as a saleswoman? Who's buying any goods? You'd be standing around some store all day, waiting for the chance to make a living and never making it. People eat, though. Even now. It may sound funny, but at selling, I'd say you weren't the type. At <u>this</u>, though--I don't know why but-

Mildred leaps to her feet, covering her mouth, but it's too late to stop herself from vomiting. Lucy is right behind her.

60 INT. BATHROOM - MOMENTS LATER 60

Mildred weeps freely now, as Lucy wipes her forehead with a cloth.

LUCY
Let it come, honey, just let it come.

MILDRED
I can't do it, Lucy! I--just--<u>can't!</u>

LUCY
Do what?

60 CONTINUED: 60

MILDRED
Wear a uniform. And take their tips. And face those awful people. They call me names. And one of them grabbed me--put his hand clear up-

LUCY
What do they pay you?

MILDRED
Twenty-five cents an hour.

LUCY
And tips extra?

MILDRED
Yes.

LUCY
Baby you're nuts. Those tips will bring in a couple of dollars a day, And before you know it you'll be making--fifteen, twenty dollars a week, at least--more money than you've seen since Pierce Homes blew up. You've got to do it, for your own sake. Nobody pays attention to that uniform stuff anymore. I bet you look cute in that uniform. And besides, people have to do what they can-

MILDRED
Lucy, stop! I'll go mad! I'll-
(she takes a breath, trying to calm herself)
That's all they've been telling me--the employment people, everybody, that all I'm good for is waiting tables and putting on a uniform-

LUCY
And maybe they're right... Because maybe what they're trying to tell you is what I'm trying to tell you. That you're in a spot. It's all right to be proud, and I love you for it. But you're starving to death, baby. Don't you suppose my heart's been heavy for you?
(MORE)

60 CONTINUED: (2) 60

LUCY (cont'd)
Don’t you know I’d have sent roast beef in here, or ham, or whatever I had, every night of the week, except that I knew you’d hate me for it? Honey, you’ve just got to take this job.

MILDRED
I know it. I can’t. But I’ve got to.

LUCY
Then if you’ve got to, you’ve got to, so quit bawling.

MILDRED
Just promise me, Lucy... promise you won’t tell a soul.

LUCY
Hell, I won’t even tell Ike.

MILDRED
I don't care about Ike, or any of these people, what they think. It's on account of the children. The chance of them finding out. I just can’t have them knowing anything about it--Veda in particular.

LUCY
That Veda, if you ask me, has some funny ideas.

MILDRED
I respect her ideas.

LUCY
If you say so.

MILDRED
You don't understand her, Lucy. She has something in her that I thought I had, and now I find I don’t. Pride, or nobility, or whatever it is.

LUCY
That pride, I wouldn't give a snap of my finger for it. You're right about her.
(MORE)

(CONTINUED)

TB

60 CONTINUED: (3) 60

LUCY (cont'd)
Veda wouldn't do it herself, but she's willing to let you do it and eat the cake.

MILDRED
That's what I want--for both of them. Not just bread. All the cake in the world.

MUSIC stirs as we slowly GLIDE from Mildred's face to Lucy's, looking down at her friend with a shudder of love.

61 INT. HALLWAY - CONTINUOUS 61

WE CONTINUE down the dark hallway, passing framed photographs too dark to make out, toward the late-day light of the living room where we PAN TO a side-window and the figure standing outside in the shadows, quite still, facing away in a dull mass of curls--Veda.

HARD CUT TO BLACK

END

TB

MILDRED PIERCE

PART 2

A Film In Five Parts Based On The Novel by James M. Cain

Written by

Todd Haynes & Jon Raymond

First Production Draft - February 10, 2010 (White)
Second Production Draft - February 23, 2010 (White)
Third Production Draft - March 18, 2010 (Blue)

TB

MILDRED PIERCE: PART TWO

1 INT. GLENDALE HOUSE - MASTER BEDROOM - NIGHT(SUMMER, 1931) 1

CLOSE on pie tins filled with pebbles as Mildred practices her waitressing skills behind closed doors. She stacks plates on her arm, precariously balancing them, and walks slowly about the room, dispensing them onto the various bureaus and bed stands.

From the den we can hear the girls playing a record on the phonograph: I'M ALWAYS CHASING RAINBOWS by HAL KEMP.

The doorbell rings as Mildred is balancing. And soon she hears the sound of whoops and hollers coming from the girls and the deep cooing tones of Bert's voice.

2 INT. GLENDALE HOUSE - LIVING ROOM - MOMENTS LATER 2

Mildred emerges from the down the hall, smoothing wrinkles from her skirt. Bert is surrounded by his excited daughters.

BERT
(sizing them up) Stand still now. Let's see. Yep, I'd say at least two inches for Veda, and two, maybe three for Ray.

RAY
I'm three! I'm three!

MILDRED
Well, hello there, stranger.

BERT
Say there, Mildred. Just thought I'd drop by for a little visit and maybe pick up a couple of things I left in the desk.

MILDRED
I'm glad you did. Shall we all go to the den?

BERT
Now there's an idea.
(herding them out)
These two treating you all right, Mildred?

3 INT. DEN - CONTINUOUS 3

Bert takes a seat on the sofa and Ray snuggles up to him, as Veda dutifully removes the record from the phonograph.

MILDRED
Oh yes. They both had very good report cards this term. And Veda's doing splendidly on her piano practice.

BERT
Our little virtuoso.

VEDA
I'm learning the Polonaise In A Flat, by Chopin. It's such a beautiful piece, Father. I can't wait for you to hear it.

BERT
Guess all those matinees your mother dragged us to at the Hollywood Bowl paid off in the end.

RAY
(putting on a paper crown)
Look, Daddy! This is what I wear in the pageant at school!

VEDA
Queen of May pageant, it's called.

RAY
Doesn't it look like real gold?

VEDA
Betty Troke is May Queen, which is perfectly ridiculous if you ask me, even if she did just move from Pasadena-

RAY
Because Veda thinks she should be it-

VEDA
That is not true. That is a lie-

MILDRED
Veda-

3 CONTINUED: 3

RAY
Oh--Daddy! (to Mildred) Can I show Daddy my new sand bucket? (to Bert) Grandpa got me a sand bucket and it has a tiger and a clown-

MILDRED
The bucket's in the garage, dear. We'll show it to him later.

Ray pouts. Veda chimes in, the 'hostess'.

VEDA
Aren't you terribly thirsty, Father? Mother, would you like me to open the Scotch?

Mildred casts a furious glance at Veda.

BERT
Scotch?

RAY
Yes! Daddy, we're going to have a drink! We're going to get drunk!

BERT
Well, sure, I might be able to stand a drink.

RAY
Yay! Drink, drink, drink! Daddy's going to drink!

Mildred, with controlled pique, gets up and leaves the den as Ray cheers.

4 INT. KITCHEN - MOMENTS LATER 4

Mildred has arranged a tray of glasses, ice, and seltzer, and is just pouring the scotch into a decanter when Veda appears, feigning innocence.

VEDA
Can I help you, Mother?

MILDRED
Who asked you to go snooping around my closet for liquor?

4 CONTINUED: 4

VEDA
I didn't know there was any secret about it.

MILDRED
And hereafter, I'll do the inviting.

VEDA
But Mother. It's Father.

MILDRED
Don't stand there and pretend you don't know what I'm talking about. You know you had no business saying what you did. I could tell by the cheeky look on your face.

VEDA
Very well, Mother. It shall be as you say.

MILDRED
And stop that silly way of talking.

VEDA
Just the same, there was none of this stinginess when Father was doing the inviting. Things have truly changed around here. One might think peasants had taken over the house.

MILDRED
Do you even know what a peasant is?

VEDA
A peasant... is a very ill-bred person.

MILDRED
(handing her the tray)
Sometimes, Veda, I wonder if you have good sense--Go on.

Veda starts out with the tray.

5 INT. HALL/LIVING ROOM - CONTINUOUS 5

Mildred follows Veda to the den, but loiters a moment in the living room, looking down at Bert's jacket on the couch.

5 CONTINUED: 5

She quickly reaches into Bert's pocket and pulls out the car key, then continues into the den.

6 INT. DEN - MOMENTS LATER 6

Bert--resuming an old family ritual--is pouring two stiff drinks, pleased by the sight of the rare amber fluid. Then he pours two light drinks, with just a drop or two of liquor--adding ice and fizzy water.

BERT
Tut, tut. These children are turning into such rummies these days. I don't know what the younger generation is coming to.

Then, by a fascinating switcheroo, he pretends to give the children the stiff drinks and he and Mildred the light ones.

VEDA
Oh, Father, you switched them. You always switch them.

RAY
We want the stiff ones!

BERT
Those are the stiff ones.

RAY
No, they're not!

BERT
Well we're done in. You let your parents have the stiff ones tonight. Attagirl--Down the hatch!

They raise their glasses and drink.

BERT
Not bad stuff.

MILDRED
Lucy brought it over.

BERT
I figured as much.

Veda, finger out, quaffs delicately.

VEDA
So, Father...

BERT
Yes, Veda?

VEDA
What's your opinion of the current economic conditions? Do you think things will be improving anytime soon?

BERT
Well, you know Veda, that's a fine question. Truly is. And I don't think anyone rightly knows the answer. Hoover's not out of it yet, I'll tell you that much.

Ray begins spinning in circles.

BERT (CONT'D)
And while it's not looking rosy any time soon, I do see some signs of improvement... Capone!... Lindberg all the way to China!

VEDA
Oh, Father. I'm serious.

RAY
(laughing at the top of her lungs)
Look, I'm drunk! I'm drunk!

Mildred watches, with a catch in her throat, feeling she ought to stop the display, but the child is so delightful that she can't bring herself to. Veda is indignant.

VEDA
Can't you control her?

Ray collapses onto Bert's lap in a paroxysm of delightful giggles. Then just as urgently she gets up again and continues the ritual, reciting a sing-songy verse, as Bert, on cue, rises from the sofa.

He slips off his belt and stuffs the buckle down the back of his neck and drops to his knees, becoming an elephant. Ray backs away with increasing giggles as he pursues her.

TB

6 CONTINUED: (2) 6

RAY
I went to the animal's fair/The birds and the bees were there/The monkey got drunk/And fell on the elephant's trunk/The elephant sneezed/And fell on his knees/And what became of the monkety monkety monkety monk...!

Bert now makes his final attack, lunging for her and grabbing the ecstatically squealing child. Mildred beams as she watches. Veda just rolls her eyes at the spectacle.

MILDRED
(standing)
Alright. Well, I think it's time for bed for both monkety's. How about their father tucks them in?

RAY
(tumbling off)
Yes! Yes!

VEDA
Father, do I have to?

Bert, dusting himself off, takes Veda's hand and starts off.

BERT
You know your mother.

VEDA
Can you at least read to us? From Robert Louis Stevenson?

7 INT. LIVING ROOM - LATER 7

Mildred is coming out of the kitchen, drying her hands on a dish-towel, as Bert stands putting on his coat.

MILDRED
You got what you needed from the desk?

BERT
Yea, I...

Bert puts down a folder of papers, searching the pockets of his coat. He turns and starts inspecting the floor around the couch.

7 CONTINUED: 7

MILDRED
You drop something?

BERT
My key. It was in my coat pocket. I always put it in my-

Mildred watches as he begins a second round of searching.

MILDRED
Come to think of it, maybe I took that key.

BERT
You what?

MILDRED
I took it.

BERT
Well--gimme it. I got to get home-

He makes a grab for her and she recoils.

MILDRED
No, I won't. I'm not going to give it to you and there's no use in your trying to take if from me because I need it now and you don't.

BERT
What are you talking about? The car's mine.

MILDRED
I don't care whose it is. I'm working and I need it. And if you think I'm going to pound around on my feet and ride busses and lose all that time and be a sap, while you lay up with another woman enjoying the high life--well you're quite mistaken.

BERT
You're working?

MILDRED
Yes. I got a job. And don't ask me where. Somebody had to.

TB

7 CONTINUED: (2) 7

BERT
Well... Why didn't you say so?

MILDRED
Well--fine. Then it's settled. (silence) Thank you... I can ride you back if you like.

BERT
'Preciate it very much.

Mildred goes to get her coat. She shuts off the lights and they start out the door.

MILDRED
You staying with Maggie?

BERT
Prefer not to say where I'm staying. I'm staying where I'm staying. But you can drop me off at Maggie's, that's just fine.

8 EXT. MAGGIE'S HOUSE (GLENDALE) - LATER 8

Bert is leaving the car, saying goodnight to Mildred, who starts off down the street.

9 INT. CAR - NIGHT 9

A badge of MUSIC rises as Mildred's foot presses down on the accelerator. Her hands grip the wheel of the car. And as she zooms past the traffic signals on yellow blinkers we can see the spark in Mildred's eyes, pumping something back in her veins. We can see her old confidence returning.

10 INT. HOLLYWOOD RESTAURANT - KITCHEN - DAY 10

Three steaming plates of food--an order of pepper steak, liver and onions, and roast chicken--slide onto the metal countertop. An order of chicken cutlet soon joins them. The cook's bell dings, cutting through the din of activity.

PULL OUT to reveal Mildred expertly stacking all four plates on her arm. She even adds a frothy vanilla malted before striding past the kitchen bustle--waitresses whizzing by, dishwashers hauling dishes--none of which breaks her stride.

TB

11 INT. DINING ROOM - CONTINUOUS 11

Mildred sweeps down the main aisle of the dining room with confidence. Gliding past tables, she dispenses the soup and vanilla malt as she goes. Then she delivers the liver and onions and roast chicken to two BUSINESSMEN seated for lunch, one of whom, MR. RAND, brushes her leg with a winking smile. She scolds him lightly without breaking stride.

MILDRED
Now, now.

MR. RAND
(to his laughing partner)
Now is right!

Mildred, unflustered, deposits her last two plates to a YOUNG MOTHER AND FATHER, distracted by a fussy baby. At a neighboring table another regular, MR RICE, looks up from his plate.

MR RICE
You call this pie?

MILDRED
I'm sorry, Mr. Rice. (producing a straw for the young couple): And a special straw for the little one. They love chewing on these.

YOUNG MOTHER
(genuinely relieved)
Oh, thank you. That's just what she needs.

On her way back to the kitchen, picking up empty plates, Mildred passes the leg-pinching Mr. Rand, who hails her.

MR. RAND
Say--Millie. What do you say I take you out some night?

MILDRED
(smilingly)
Oh, no, Mr. Rand. I want you to keep liking me.

MR. RAND
Oh, I'll keep liking you--Honest.

MILDRED
Well you might feel differently if I wasn't dressed in uniform.

TB

12 INT. KITCHEN - CONTINUOUS 12

Pushing through the doors, Mildred reenters the kitchen with a load of dirty dishes. She drops them on the counter for the dishwasher, catching a nod of approval from Archie, the chef, who flips two pork chops and a steak, barely moving his arms.

Ida, meanwhile, is berating Mr. Chris over the pies.

IDA
I'm that ashamed of putting this on the table. I'm that ashamed to ask a customer to eat it. It's just despicable, the pie you put out here and expect people to pay for.

MR. CHRIS
Maybe a pie is lousy, but what you expect, times like these now? If he no eat, see me, I hokay a new check.

IDA
Bah!

Ida scurries by, catching Mildred's eye, and gives her a nod.

Mildred lingers a moment, glancing over at a plate of unfinished pie. Then the order bell rings and she snaps back to attention.

13 INT. LOCKER ROOM - LATER 13

Mildred and Ida have changed out of their uniforms and gathering their things.

MILDRED
What does he pay for those pies, anyway?

IDA
If he pays two bits he's getting swindled.

MILDRED
But how much would you say, roughly?

IDA
Oh, I don't know--Why?

Mildred closes her locker and turns to Ida.

13 CONTINUED: 13

MILDRED
Ida, I make pies--and sell them. Honestly, if he pays anything at all I'd meet his price and make him some that people would really want to eat. I'd make him pies that would be a feature.

IDA
You bake pies?

MILDRED
I sell them all the time. I sold four last week.

IDA
Well, maybe you should bring a sample in sometime.

MILDRED
I could do it tomorrow.

IDA
You're serious, aren't you? Then yeah, why not? I know for a fact he wants to switch--he's just too bullheaded to admit it.

They start out, up the stairs.

MILDRED
You heading home? Can I give you a lift?

IDA
You have a car?

MILDRED
Well. It goes.

14 EXT. HOLLYWOOD RESTAURANT - PARKING LOT - MOMENTS LATER 14

Ida and Mildred exit the restaurant and head to Mildred's car.

IDA
I've been knowing it all along I had to have a showdown about them pies, and now it's coming. So look, tomorrow you bring in three pies. One apple, one pumpkin, one lemon.

TB

14 CONTINUED: 14

MILDRED
I could do a cherry, too.

IDA
No. No cherry, no strawberry--They fall apart too easy. And just three. No more than three. And I'll see they get served. Remember, though: it's all got to be his idea.

MILDRED
Of course.

IDA
And I'll find out what he pays, too. You leave it to me, Mildred-- you won't have to say a word.

MILDRED
Ida, you're a pal.

Both inside the car, Mildred starts down the alley to the street.

15 INT. DINING ROOM - DESSERT COUNTER - DAY 15

Mr. Chris steps from the kitchen, surveying the day's business. He passes the register, eyeing the till, and stops at the dessert counter where Ida is serving another slice from Mildred's three fresh-baked pies. They have been going fast. From a nearby table he spots Anna serving two slices.

ANNA
And one lemon pie.

BUSINESSMAN
That's some meringue you got there.

A CUSTOMER at a neighboring table leans over.

CUSTOMER
I'd like one of <u>those</u>.

ANNA
(on her way back)
Nice job on them pies, Mr. Chris. You sure know how to pick them.

IDA
I'll say. And about time, too.

15 CONTINUED: 15

Mr. Chris scowls after them, chortles, then laughs, passing Mildred on his way back to his office.

16 INT. SPEAKEASY - LATER 16

Mildred, Ida, and Anna share a burst of laughter at a speakeasy where they have all gathered to celebrate. They are certainly the only all-female table in the joint--at 3:30 in the afternoon.

IDA
I said hold your horses--30 cents? Per pie? You pay that bakery 35!

ANNA
What does he expect--something more for something less?!

MILDRED
And thirty-five pies a week--I'm going to need to hire some help.

IDA
(raising her glass)
Well, at thirty-five cents a pop... you can almost afford it!

They laugh and toast Mildred, who looks around at her new legion, full of gulpy love for humankind. MUSIC lifts up over:

17 INT. GLENDALE HOUSE - KITCHEN - DAY 17

Mildred's kitchen has been transformed into a small pie-baking assembly line, as she and her new maid and assistant baker, LETTY (20's), busily fill a batch of apple pies. Ray sits at the table, playing with pie dough, while Veda watches from the doorway, nibbling on a slice of apple.

MILDRED
Watch your sleeve--Letty, your sleeve!

18 INT. GROCERY STORE - DAY 18

Mildred, dressed in a new sports suit, efficiently fills a sack full of apples and places them in her shopping basket, teaming with lemons and pumpkin filling.

19 EXT. GLENDALE HOUSE - LATE AFTERNOON 19

MUSIC continues as Mildred's car pulls up the drive. She hops out, grabbing a bag of baking supplies, and starting in through the kitchen door.

20 INT. GLENDALE HOUSE - KITCHEN - MOMENTS LATER 20

The phone is ringing when she enters the kitchen, with no one in sight.

MILDRED
Hello? Letty? (puts down her things to answer): Hello?... Oh, hi Lucy... Oh, I wish I could. You'll never guess. Another restaurant contract dropped in my lap this week and--uh-huh... Mr. Harbaugh at the Drop Inn... You said it--I'm a going concern! But-

LETTY (O.S.)
Yes, Mrs. Pierce?

Mildred glances into the living room where Letty has appeared, but something gives her pause.

MILDRED
... Lucy, can I call you back? I have baking supplies in the car... Thanks.

21 INT - LIVING ROOM - CONTINUOUS 21

MUSIC fades as Mildred hangs up the phone and approaches Letty, who is untying a stack of bakery boxes, dressed in one of Mildred's uniforms from the restaurant.

MILDRED
Letty...?

LETTY
I told her you wouldn't like it, Mrs. Pierce. I told her right off the bat. But she hollered and carried on, so I put it on just to keep her quiet.

MILDRED
Who hollered and carried on?

21 CONTINUED: 21

LETTY
Well--'Miss Veda,' ma'am.

MILDRED
Miss--Veda?

LETTY
That's what she says I should call her.

MILDRED
And she told you to put on that uniform?

LETTY
Yes'm.

MILDRED
(marching off)
What on earth does she think she's--Veda?

22 INT. DEN - CONTINUOUS 22

Ray jumps out first, dressed like a "gangster" in one of Mildred's hats and holding a banana like a gun. Veda, oblivious, sits on the couch with a book.

RAY
Look Mother! I'm the Public Enemy!

MILDRED
So I see. (then sharply, to Veda): Veda, that uniform Letty's wearing?

RAY
Look! (mimes getting hit)'I ain't so tough!'

MILDRED
Where did you find it, and why is Letty wearing it?

VEDA
(looking up, leisurely)
Why?

MILDRED
Those uniforms were on the top shelf of my closet, under a pile of sheets.
(MORE)

(CONTINUED)

22 CONTINUED: 22

MILDRED (cont'd)
(no reply) Once again you were snooping into my things to see what you could find, weren't you?

VEDA
I was looking for a handkerchief-

MILDRED
Weren't you?

VEDA
I was not. And I resent the accusation.

Veda looks Mildred in the eye with haughty, offended dignity.

MILDRED
Then how did it happen to end up on Letty?

VEDA
I merely assumed, Mother, that you'd bought them for Letty. And if she was going to be taking my things to the pool I assumed that you'd want her decently dressed.

MILDRED
To the pool? What things?

VEDA
My swimming things.

Ray laughs. Mildred looks at the girls, bewildered.

RAY
She always walks two steps behind us to the bus! And she carries our bags both ways.

MILDRED
What?--I've never heard of such goings on! Does she go in swimming?

RAY
No, sir! Because she can't swim! She can't swim and she'll get drownded. And Red will have to pull her out. He's the life guard and he's stuck on her-!

LETTY (O.S.)
Mrs. Pierce?

22 CONTINUED: (2) 22

Mildred turns to see Letty standing through the doorway, which sends the girls into fresh twitters of laughter.

MILDRED
That's enough! (to Letty): I'll be right there, Letty.

VEDA
Really, Mother, it seems to me you're making a great fuss over nothing. If you bought the uniforms for Letty, and certainly I can't imagine who else you could have bought them for--then why shouldn't she wear them?

Mildred throws a look at Veda, the squint hardening in her eye. Then she turns and abruptly scoops up Ray in her arms.

MILDRED
It's time for your bath.

RAY
Nooo!

Mildred and Ray disappear down the hall.

23 INT. BATHROOM - LATER 23

Ray plays in the tub, singing to herself, as Mildred sits lost in thought.

RAY
Don't be mad at Veda, Mommy. She just likes pretending.

MILDRED
I know she does...

24 INT. KITCHEN - LATER 24

Veda is pouring herself a glass of milk, dressed in a kimono robe.

MILDRED (O.S.)
Veda?

Veda turns, startled. Mildred stands in the darkened living room.

TB

25 INT. LIVING ROOM - CONTINUOUS 25

VEDA
Gracious, mother! You startled me.

MILDRED
Why did you give Letty that uniform?

VEDA
For Heaven's sake, Mother, haven't I told you once? How often do I have to tell you? I'm going to bed.

Mildred pursues, not letting her go.

MILDRED
You knew when you gave it to her that it was mine, didn't you? That it was my uniform.

Veda stops. She turns.

VEDA
Your uniform?

MILDRED
Yes. It so happens I've taken a job in a restaurant. In Hollywood.

VEDA
As a... what?

MILDRED
As a waitress, as you well know.

VEDA
Yee Gods, Yee-

MILDRED
Stop that!

VEDA
...Yee Gods and little fishes.

Mildred clips her hard on the cheek and Veda loses her balance, spilling half her milk.

MILDRED
So you and your sister can eat, and have a place to live, and a few clothes on your backs.
(MORE)

25 CONTINUED: 25

MILDRED (cont'd)
I've taken the only kind of job I can get, and if you think I'm going to listen to a lot of silly nonsense from you about it then you're mistaken. And if you think your nonsense is going to make me give up the job, then you're mistaken about that too. How you ever found out what I was doing I do not know...

VEDA
From the uniform, stupid. You think I'm dumb?

Mildred clips her daughter again, hard.

MILDRED
You may not realize it, young lady, but everything you have costs money ... from the maid you ordered to go traipsing with you to the pool, to your food and clothes and everything else. And as I don't see anyone else doing anything about it around here...

VEDA
Aren't the pies bad enough? Did you have to go and degrade us all by-

MILDRED
(lunging for her)
That--is--QUITE--ENOUGH!

Mildred grabs Veda and throws her over her knee. She barely hikes up Veda's kimono up before bringing her hand down furiously on Veda's bottom and continuing with all the force her fury can muster. Veda screams and bites Mildred's leg. Mildred pulls loose and beats Veda's reddening bottom as Veda screams like demons are inside her. *

At last Mildred lets Veda slide to the floor. She sits there panting, fighting the nausea swelling in her stomach.

Eventually, Veda gets up, staggers to the sofa and flings herself down. In time, she gives a soft, mocking laugh.

VEDA
A waitress.

Mildred begins to cry.

25 CONTINUED: (2) 25

MILDRED
You don't ever give me credit for any finer feelings, do you?

VEDA
Oh, Mother, cut the penny dreadful dramatics. You're working in a--in Hollywood. It's fine. I'll try not to think about it.

MILDRED
The truth is... I've felt exactly the same as you. And I would never have taken the job to begin with if it hadn't been that I-

She pauses, casting about, and makes a wild lunge at something.

MILDRED
...that I've decided to open a place of my own... and had to learn the business. I had to learn all about it... From the ground up. And that's the reason I...

VEDA
(faintly interested)
What do you mean, place of your own? You mean a... ?

MILDRED
A restaurant, of course. There's money in a restaurant, if you run it right.

VEDA
You know how to run a restaurant?

MILDRED
Well, yes. I'm learning how.

Veda, reflecting quietly on the prospects, tentatively rises. She watches her mother.

VEDA
What kind of restaurant?

MILDRED
I don't know, exactly. But something nice. Something we can be proud of.

25 CONTINUED: (3) 25

VEDA
A fine restaurant?

MILDRED
Well... yes... Of course. As fine as it can be.

Veda shuffles over and extends an affectionate arm to a numbed Mildred, stroking her and taking her hand.

VEDA
Oh, Mother. Mother, forgive me for being so wretched before. I'm sorry I acted so horribly. I think it's wonderful, just wonderful what you're planning. Truly I do.

MILDRED
I know, dear.

VEDA
And I know you'll do wonderfully well, I'm certain of it.

Mildred looks at her, then grabs her tightly in her arms.

MILDRED
Oh, Veda.

VEDA
What is it, Mother?

MILDRED
Nothing, dear. Just that you were right, and I was wrong. No matter what I say, no matter what anybody says, never give that up, that way you have of looking at things.

VEDA
I can't help it, Mother. It's how I feel.

Mildred strokes her head, then rises and begins walking her down the hall, arm in arm.

MILDRED
I know it is, dear, I know it is. And from now on, things are going to get better for us, I'm certain they will. So we'll have what we want.
(MORE)

(CONTINUED)

TB

25 CONTINUED: (4) 25

MILDRED (cont'd)
Maybe we won't be rich, but we'll have something. And it'll all be on account of you.

They stop at Veda's door and Mildred kisses her. The hushed MUSIC turns nearly prayerful.

VEDA
Oh, Mother. I love you. Truly I do.

MILDRED
(near whisper)
Every good thing that happens is on account of you. If Mother only had sense enough to know it.

26 INT. HOLLYWOOD RESTUARANT - KITCHEN - DAY 26

MUSIC picks up tempo as we see Mildred observing the workings of the kitchen with new attention. Waiting for an order, she observes Mr. Chris at his desk, writing out a check to the PRINTER, beside a new stack of menus. She watches the DISHWASHERS discarding food into the trash, and Anna march in with two more orders for chicken.

27 INT. RESTAURANT SUPPLY STORE - DOWNTOWN LA - DAY 27

Through grimy windows we see Mildred passing shelves of industrial cookware, dish-ware and linens, jotting down notes on a pad.

28 EXT. STREET - DOWNTOWN L.A. - DAY 28

MUSIC continues as Mildred exits the Restaurant Supply store, closing her note-pad and continuing down the street. She stops at an Italian restaurant to examine the menu and peer through the glass before continuing on.

29 INT. CAR - HOLLYWOOD RESTAURANT PARKING LOT - DAY 29

Mildred sits in her car, looking over a column of numbers.

She glances at her watch, returns her pad to her purse and starts out of her car. We see her hurry into the restaurant, as MUSIC fades.

30 INT. GLENDALE HOUSE - MASTER BEDROOM - NIGHT 30

WE FOLLOW Wally's bare feet as they flop out of the bathroom. On his way to bed he grabs the paper and an ashtray and passes Mildred, who sits hunched over the bedroom desk, poring over her notes.

MILDRED
Say, Wally, you wouldn't want to help me with something, would you?

WALLY
(lighting a cigarette)
Not particularly.

MILDRED
I have to have it soon. Tomorrow, maybe.

WALLY
What is it?

MILDRED
I don't know what you'd call it, exactly. An estimate of costs, something like that. For a man that might back me in business. But I want it all written down, with the right words for what I mean, so it looks proper and businesslike.

WALLY
What kind of business?

MILDRED
Just a little restaurant-- something I've been thinking about...

WALLY
Hey, wait a minute, wait a minute.

Wally squashes out his cigarette and sits up.

WALLY
Start over. At the beginning--not in the middle.

MILDRED
It's nothing--It's just this idea I had. For a restaurant.

30 CONTINUED: 30

WALLY
Yeah?

MILDRED
Yeah. (she suddenly feels self-conscious, but continues): Just something small, where I could do all the cooking. But a place where all we serve is chicken... And that's it, that's the idea.

Wally looks back at her, blinking.

MILDRED
Think about it. They have steak places. And fish places. But down where I work practically every other order is for chicken. So a chicken place, well... looks to me as though I'd have plenty of customers. And then I wouldn't have to fool with all those a la carte prices, or bookkeeping, or menus, or leftovers, or anything like that. Everybody gets a chicken-and-waffle dinner, or chicken and vegetables, if they want, but all at the same price. And then I'd have pies to take out, and keep on getting all the wholesale pie business that I can, and--well, it looks like one would help the other. I mean, the pies would help the restaurant and the restaurant would help the pies.

WALLY
And who's the guy?

MILDRED
This old fogy that eats lunch with me every day, Mr. Rand. But I think he's got money.

Wally gets up, scratching his head. He takes a turn around the room and looks back at her with a cool little eye.

MILDRED
If I could show him it was a good investment, perhaps he'd be...

30 CONTINUED: (2) 30

WALLY
You really think you can put that across?

MILDRED
Why?--Don't you?

WALLY
I'm asking you.

MILDRED
It seems as though it ought to pay. I've worked it all out in my mind and I'm pretty sure I've covered all the bases... I can certainly cook. But I've also been studying the business down there, you know, the system. And how to save money. That's the main thing, Wally, about this idea of mine. What costs in a restaurant is waste, and the extras, like printing, for the menus, and the people you have to have, for every little feature you put in. But this way, there wouldn't be any waste. All the leftovers would go into gravy and soup, and there wouldn't be any printing or specials of any kind. I think I can put it across, Wally, I do.

WALLY
If you really think so, Mildred... I might be able to put in on a deal. One that would start you off with a bang. A deal that would leave you sitting so pretty you wouldn't even need a backer.

MILDRED
You can't be serious.

WALLY
Oh, I'm serious, alright. Holy smokes am I serious.

MILDRED
If you don't look out, Wally, I'm going to cry.

TB

31 EXT. PIERCE MODEL HOME - GLENDALE - DAY 31

Mildred and Wally approach the old Pierce model home, a Spanish bungalow with colonial flourishes, once used as the showroom and office for the Pierce Homes business.

WALLY
Seemed like a good idea at the time --it was Bert who thought it up. Build a dream house so we could show all the prospects what their place was going to look like if they spent twice as much dough as any of them had. But now... it's dead weight and they got to get rid of it.

MILDRED
Who does?

32 INT. MODEL HOME - CONTINUOUS 32

Wally steps inside, Mildred following.

WALLY
The receivers. For Pierce Homes, Inc.--The guys that pay me to be their attorney, and messenger boy, and thief, and anything else they can think of. They need to get it off their hands, and if you'll take it over with this chicken place, then it's yours. And believe me Mildred, if this isn't a natural for a restaurant I never saw one. Just look at this place!

They enter the big reception room.

WALLY
Dining room... (pointing to the bedroom): Pantry... (opening the door to the office): And every stick in the place complies with the fire law, health law--there are even two toilets! If you really mean business, Mildred, you could have it, lock stock and barrel. The fact is, see... (confidentially): they've got to establish losses.

32 CONTINUED: 32

MILDRED
Who?

WALLY
The receivers! On their federal income tax, the return due next March, for the year 1931, they've got to show losses. If they don't, they're sunk.

MILDRED
But Wally, I'd still have to have money!

WALLY
Who says you would? That's the beauty of it. Once you take the title to a piece of property in this town, that's all they want to know--you can get all the credit you want, more than you'll ever need. You think those supply houses aren't feeling the Depression, too? They can't <u>give</u> the stuff away. Sure, you'll need some cash--two, three hundred bucks--I'll take care of that. All you've got to do is take it over and get going, quick.

MILDRED
But why me?

WALLY
Who else wants it? It's not a house it's a real-estate office, so it's got to be somebody that can use it for something else. And that's you.

MILDRED
I know, but Wally... I just can't believe there wouldn't be <u>some</u>body--if they're just giving it away... on the inside...

WALLY
I get what you're saying. Sure, there were some original incorporators sniffing around. But there's no way they're going to get around the Feds. And with you, it's the real McCoy. <u>You're</u> no insider. <u>You're</u> no original incorporator.
(MORE)

(CONTINUED)

32 CONTINUED: (2) 32

WALLY (cont'd)
You're--(he stops, suspended):--
Damn. Dammit! Goddamn it to hell!

MILDRED
What is it, Wally?

WALLY
Bert.

MILDRED
What's he got to do with it?

WALLY
Bert's an original incorporator.

MILDRED
Well?

WALLY
And you're married to him. And there goes your restaurant. And the prettiest deal I've had a chance to put across since Pierce Homes folded.

They brood in silence a moment. Then Wally's eyes brighten.

WALLY
Unless you got a divorce.

MILDRED
(silence, then): Is that the only way?

WALLY
Well? Bert left you, didn't he?

MILDRED
It takes a year, doesn't it?

WALLY
It takes a year before your decree becomes final. But as soon as it's entered, that ends the community property, and that's all you've got to worry about.

MILDRED
Well. (uncommitted): I'll see him.

WALLY
I'm telling you Mildred, even if it wasn't for this federal thing...
(MORE)

(CONTINUED)

TB

32 CONTINUED: (3) 32

WALLY (cont'd)
You're going to want to get this thing cleaned up. You don't know where he gets his money. For all you can tell-

MILDRED
(snaps back)
I said I'd see him.

Wally holds up a hand in peace, ducking his head.

33 INT. GLENDALE HOUSE - DEN - NIGHT 33 *

Bert sits brooding on the couch before a cocktail tray, looking beaten and worn. Mildred sits opposite, reluctant to make eye contact. After several moments he leans back with a groan and she looks up at him, waiting for more. It comes slowly.

BERT
What I was going to say...

MILDRED
Yes?

BERT
Before all this other... So you and the kids have a place to sleep at night and no one can take it away from you, is that I would give you the house.

Mildred glances down, stifling an involuntary smile.

MILDRED
You don't have to do that, Bert.

BERT
I want to.

MILDRED
Well if you want to, then I accept. Thank you, Bert. And I'm sorry if I've said things that have been unkind in the past... about Maggie Biederhof.

BERT
That's all right. I'm sorry if I was hard on Wally just now. (brief silence) And if there <u>is</u>...

TB

33 CONTINUED: 33

MILDRED
What?

BERT
Somthing that you feel for the guy, well-

MILDRED
Oh, Bert--please.

BERT
(smiling, relieved)
Christ, I know there'd never be anything between you and that fat slob.

Mildred gets up and starts clearing plates.

BERT
Guess all we need now is to settle on a cause.

MILDRED
Right. I guess you'll have to hit me.

BERT
You sound like Veda. She's always wanting to be hit.

MILDRED
Veda is? (she smiles, a bit misty): Then I'm glad there's a little of her in me...

BERT
Right--the defendant hit her, and caused her great personal anguish.

Bert doubles his fist and brushes her chin with it.

Mildred smiles, but suddenly finds herself brimming with tears and turns away, standing. This triggers Bert as well who covers his face as MUSIC rises, spilling into:

34 EXT. GLENDALE HOUSE - LATER 34

Mildred hugs Bert goodbye at the front door. He walks down the path, shoulders back, hat at what's intended to be a jaunty angle. Mildred's throat catches, watching him go.

TB

34 CONTINUED: 34

MILDRED (PRE-LAP)
(sadly): And he says he wants me to have the house now, too.

35 INT. MILDRED'S KITCHEN - LATER 35

Mildred sits with Lucy at her kitchen table over cups of tea, MUSIC quieting.

LUCY
So what's wrong with that?

MILDRED
I don't know. I feel as though I picked his bones. First the kids, then the car. Now the house.

LUCY
Will you kindly tell me what good the house would do him? On the first call for interest he'd lose it flat.

MILDRED
He just looked so damned pitiful.

LUCY
Baby, they all do. That's what gets us.

36 INT. GLENDALE HOUSE - LIVING ROOM - DAY 36

MUSIC lightens as Mildred packs up an overnight case for the girls, and Veda and Ray come scrambling out of the kitchen, gathering coats and books for school.

MILDRED
Alright, girls--full steam ahead! Mother's closing up the case.

VEDA
You have my print scarf?

MILDRED
Check.

RAY
Don't forget the umbrella.

36 CONTINUED: 36

MILDRED
Suitcase, thermos and umbrella will all be there at Gram and Pop's when you girls get home from school-

RAY
(gasps)
I just remembered-!

Ray goes tearing back through the kitchen and out the side door.

MILDRED
Ray! Where are you going?!

VEDA
We're going to be late for school!

37 EXT. GLENDALE HOUSE - MOMENTS LATER 37

Mildred is rushing out the side door of the house with Ray's things in her hand.

MILDRED
Ray? Ray--Where did you go?

Mildred spots her running back from the garage with her sand-pail and shovel.

RAY
I almost forgot my sand-pail Grandpa got me!

MILDRED
Well hurry up, dear--You're going to be late. I'll take that. Here are your things.

She hurries Ray down the drive where Veda is waiting and kisses them each goodbye.

MILDRED
You girls have a wonderful weekend. And mind your grandparents.

VEDA/RAY
Thanks, Mother... We will...etc.

MILDRED
Bye!

Mildred waves goodbye as the girls head off for school, and MUSIC skips along.

38 OMITTED 38 *

39 INT. MODEL HOME - DAY 39 *

Mildred walks Wally through her soon-to-be restaurant, bristling with energy. They pass two PAINTERS and an ELECTRICIAN busy at work. *

MILDRED *
We've got fixtures going in, and all the painting finishing up today. Oh--come see the range! *

Mildred leads Wally through the kitchen doors. *

40 INT. KITCHEN - CONTINUOUS 40 *

They enter the old office space which has been transformed into a large functioning kitchen. Two WORKERS are busy installing a gleaming new range. MUSIC has ended. Mildred is smiling. *

WALLY
Now you're talking.

MILDRED *
It's shaping up, no? Five days ago, I wasn't so sure... But today... I see something.

WALLY
And those announcements ought to pull in something, too.

MILDRED
Gosh, I hope so. What time you got, Wally?

WALLY
Almost ten.

MILDRED
Oh golly, I'm going to be late.

WALLY
Yeah? For what? *

TB

40 CONTINUED: 40

MILDRED
(already out the door)
Last day as a working girl!

40A INT. HOLLYWOOD RESTAURANT - LOCKER ROOM - DAY 40A

Mildred, alone, is squeezing into her uniform, while scanning the lists on her note-pad. She quickly checks herself in the mirror, stopping a half second to reflect, before hurrying off again.

41 INT. HOLLYWOOD RESTAURANT - DINING ROOM - DAY 41

Mildred, in uniform, hurries to join Ida and Anna at a corner table. They are breaking in the new girl, SHIRLEY, over a quick breakfast.

MILDRED
Sorry I'm late.

IDA
Mildred, meet Shirley, the new girl.

MILDRED
Pleased to meet you, Shirley.

ANNA
(spotting a customer)
That's mine.

Anna rises, toast in mouth, but Mildred motions her back to her coffee.

MILDRED
Sit--I got it--sit!

Mildred starts over to Anna's section, setting down her note-pad on the way, as Anna sits and Ida resumes her tutorial.

IDA
Now when you got to make a customer wait, you can't just leave him sitting there, like you done with that party yesterday.

ANNA
At leas' ask him don't he want to feel your leg.

IDA
Just ignore her...

(CONTINUED)

TB

41 CONTINUED: 41

The man Mildred approaches is tall and handsome and a bit boyish in his battered flannels. His little clipped moustache appears vaguely continental--or merely Latin. But his dark, sparkling eyes are undoubtedly friendly. His name is MONTY BERAGON.

41 CONTINUED: (2) 41

MONTY
What in the hell am I looking at this for? Why does anybody ever look at a menu for breakfast? You know exactly what you're going to have, and yet you just keep looking.

MILDRED
To check the prices, of course.

Monty snaps his fingers as though this were the answer to something big. Mildred didn't mean it as a gag, but beams back as if she did.

MONTY
That's it!

They both laugh.

MONTY
OK--You ready?

MILDRED
Shoot.

MONTY
Orange juice, oatmeal, bacon and eggs, fried on one side and not too much, dry toast, and large coffee. You got that?

MILDRED
(with all his intonations)
Orange juice, oatmeal, bacon and eggs, fried on one side but not too much, dry toast, and a large coffee--How'd I do?

They both laugh. His easy, charming warmth is palpable.

MONTY
And if you could step on it <u>slightly</u>--why, I might just get to Santa Barbara in time for a little swim before the sun goes down.

MILDRED
Gee, I wish I could go to Santa Barbara.

MONTY
Come along.

41 CONTINUED: (3) 41

MILDRED
You better look out. (starting off)
I might say yes.

42 INT. DINING ROOM - MOMENTS LATER 42

Mildred pours his orange juice and coffee at the counter, smiling to herself. She sneaks a glance back at Monty, who sneaks one back at her.

Her note-pad sits open on the counter, with check marks beside each item. Mildred closes the pad and starts back to the table. On her way she passes Shirley clearing a table, who looks up at Mildred nervously.

MONTY
Well?... I mean it.

MILDRED
I told you to look out. Maybe I did, too.

MONTY
You know, what would be a highly original thing for you to do?

MILDRED
What's that?

MONTY
Say yes, right away--like that.

We hear a small crash and Mildred turns back to see

Shirley bent over the capsized dishes.

43 INT. KITCHEN - MOMENTS LATER 43

Mildred and Ida look on as Anna helps Shirley deposit the dishes for the dishwasher.

MILDRED
Ida, I think the real trouble with that girl is me. I think I make her nervous. Would it be better if I just slipped out?

Ida glances over at Mr. Chris, doing the morning accounts.

43 CONTINUED: 43

IDA
Well--I know he'd just love to save the buck.

MILDRED
Of course he would.

IDA
All right, Mildred, you run along. And no kidding, I wish you all the luck in the world with your little place and I promise I'll be out the first chance I get.

MILDRED
Thanks, Ida.

Mildred picks up the bacon and eggs and heads out.

44 INT. DINING ROOM - CONTINUOUS 44

She can't repress a little smile as she approaches. She puts down the plate.

MONTY
And what are you grinning about?

MILDRED
Oh... might as well be original once in a while.

MONTY
Damn it, I like you.

MILDRED
Truth is we've got an extra girl. Though I'd have to drop off my car first, in Glendale, and grab a few things.

MONTY
Egads--Glendale.

MILDRED
Comes with the territory.

MONTY
(digging in)
Then we better get tapping.

44 CONTINUED: 44

MILDRED
(glancing at his plate before starting off)
We certainly had.

45 EXT. GLENDALE HOUSE - LATER 45

Mildred comes hurrying out, dressed in a little sports suit and floppy hat, and climbs into Monty's dark blue Cord.

46 INT./EXT. MONTY'S CAR - COASTAL ROAD - LATER 46 *

They roar along the scenic drive, clearing way to the ocean. Monty's easy charms have only ripened in the open air.

MONTY
You're smiling.

MILDRED
Well I can't quite believe I'm doing this.

MONTY
So you don't do this very often... Mrs...

MILDRED
Pierce. No, I should say I don't.

MONTY
Well I'm honored you made an exception, Mrs. Pierce. Any relation to Pierce Homes?

MILDRED
Yes--bravo--I was married to them for a while.

MONTY
Delightful. Some of the worst homes ever built. All the roofs leak.

MILDRED
Nothing like how the treasury leaked.

They laugh gaily.

MONTY
Well I'm Beragon. Monty.

TB

46 CONTINUED: 46

MILDRED
(shakes his hand)
Pleased to meet you, Monty Beragon.

Monty pushes the car faster and they race along into the sun.

47 INT. SANTA BARBARA BEACH CABIN - BEDROOM - DAY 47

Mildred puts down her things in the small, rustic beach-house bedroom, sweltering with heat. A cotton rug, a chair, and an iron bed share simplicity with a window looking out on the ocean. From the other room we hear Monty.

MONTY (O.S.)
Make yourself at home!

MILDRED
Thanks!

She pulls out her swim-suit and begins quickly undressing. She spots a small coat of arms needlepoint framed on the wall, bearing the name “Beragon”.

MILDRED
Beragon. (louder): Is that French?

MONTY (O.S.)
What?

MILDRED
Beragon.

As he answers her we see her squeeze into her bathing costume, smell under her arms, and hurry into the tiny bathroom to douse herself.

MONTY (O.S.)
Spanish. Or supposed to be. My great great grandfather was one of the original settlers--you know, the gay caballeros that gypped the Indians out of their land, the king out of his taxes--then sold out to the yanks soon as Polk started annexing. But if you ask me, the old coot was really a wop... Bergoni. Wop or spig--doesn’t make much difference, I suppose.

TB

48 INT. SANTA BARBARA BEACH CABIN - LIVING ROOM - CONTINUOUS 48

Monty, who's changed as well, doesn't hear anything from the other room.

MONTY
You alright in there?... Hello?

49 INT./EXT. SANTA BARBARA BEACH - CONTINUOUS 49

Through the cabin window he spots Mildred already running down to the beach. We hear him laugh, running out the door, and soon we see him chasing after her down to the shore. Slow ZOOM-IN, MUSIC shimmering.

50 INT. CABIN - BEDROOM - DUSK 50

Under dusky, blue shadows, hair still wet from the ocean, Monty and Mildred, make love in the tiny cabin bedroom. Kissing her deeply, he rolls her over so she's on top. Then very gently he guides her up so that she straddles him. At first she feels exposed, embarrassed. But settling into his watchful stare, she feels the stirrings of a new, unknown exhilaration. Her lidded eyes fall onto the shimmering skin of the ocean, through the window, as her breathing intensifies. She gasps and shudders in the rippling face of the moon. MUSIC fades.

51 INT. CABIN - NIGHT 51

A fire burns in the stone fireplace. Steaks sizzle. The rough mountain shack sports little more than a few Mexican rugs and some oak furniture with leather seats as Mildred, dressed in Monty's plaid shirt, settles in beside him.

MILDRED
So you're 33 years old. You live in Pasadena. You went to University of California at Los Angeles. But I still don't know what you do, Monty.

MONTY
(cheerfully evasive)
Oh, I don't know. Fruit, I guess. Oranges, grapefruit, something like that.

MILDRED
You mean you work for the Exchange?

(CONTINUED)

51 CONTINUED: 51

MONTY
Oh, I should say not. That damned Fruit Growers' Exchange is taking the bread right out of my mouth. I hate Sunkist, and Sunmaid, and every other label with a wholesome looking girl on it.

MILDRED
So you're an independent?

MONTY
Damn it, what difference does it make what I am? Yes, I guess I'm an independent. I have a company. Fruit export. I don't have it. I own part of it. Land, too, part of an estate I came into. So every quarter they send me a check... Though it's been getting a lot smaller since this Sunkist business. I don't do anything, if that's what you mean.

MILDRED
You mean you just--loaf?

MONTY
You can call it that, I suppose.

MILDRED
And you're content? Don't you ever want to--actually do something?

MONTY
(nettled)
Why should I?

They sit in silence, Mildred brooding slightly over what's been said, irritated by his attitude but also feeling somehow diminished by it. Monty pulls off the steaks and flops them on a plate. Mildred lets them sit.

Then Monty twiddles her ear and she gives in quickly, folding into the hollow of his neck. He kisses her deeply, then sweeps her into his arms, laughing mischievously. She joins in giggling as he carries her off, leaving the steaks behind.

MILDRED
Again...?

52 EXT. GLENDALE STREET - DUSK 52 *

We WATCH Monty's cord as it comes around a bend heading into the quiet lights of residential Glendale. We HEAR:

MILDRED
Turn here.

MONTY
Here?

53 EXT. GLENDALE RESTAURANT - NIGHT 53

Monty stands outside his car, smoking a cigarette. From inside the dark restaurant he hears Mildred call out:

MILDRED (O.S.)
Ready?

MONTY
I've been ready!

He hears a sound and looks up to see the neon sign ignite, powder blue with a red arrow: **MILDRED'S CHICKEN & WAFFLES**

Mildred emerges from the building and hurries to join him. Monty is already under it, peering, blinking. It is a handsome work of art.

MONTY
What the hell? Is this yours?

Mildred just smiles back at him.

MONTY
Wait a minute. Last I heard you were slinging hash in that-

MILDRED
Not any more. That was my last day yesterday--and I quit early to run off with you. From now on, I'm a business woman.

MONTY
Why didn't you tell me?

MILDRED
I didn't get any chance, that I noticed.

TB

53 CONTINUED: 53

Monty grins and puts his arms around her, proudly. They kiss, and look freely into each other's eyes.

MILDRED
Guess I've sort of fallen for you, Monty.

They kiss again.

54 INT. MONTY'S CAR - LATER 54

They drive on to Mildred's house in contented silence. As they approach her house Mildred turns and looks at him and as he comes to a stop he looks back at her. She smiles.

55 EXT. GLENDALE HOUSE - MOMENTS LATER 55

We watch Mildred as she climbs out of the car.

MONTY
So <u>when's</u> the big night?

MILDRED
Two weeks Thursday. Six o'clock.

MONTY
I'll be there. With bells.

She blows him a gentle kiss goodnight and watches as he drives off down the street.

MRS. FLOYD
Mrs. Pierce?

She's startled by a dark figure approaching from her lawn-- MRS. FLOYD, a neighbor from two lots down.

MILDRED
Mrs. <u>Floyd</u>? What are you-?

MRS. FLOYD
For heaven's sake, Mrs. Pierce, where on earth have you <u>been</u>? They've been a'trying to reach you ever since last night--<u>Where were you</u>-?

MILDRED
Who? Who's been trying to reach me-

TB

55 CONTINUED: 55

MRS. FLOYD
It's your daughter.

MILDRED
My-

MRS. FLOYD
The little one--Ray, came down with a flu, and they took her to a hospital, 'cause no one was home-

A horrible feeling comes over Mildred as MUSIC heaves and she starts toward her door, digging for her keys.

MILDRED
Where? (starting to run) Which hospital? Which hospital...?

A stab of MUSIC.

56 INT. HOSPITAL - ENTRY HALL - NIGHT 56 *

We see Mildred rushing up the stairs as a nurse passes on the landing. *

MILDRED *
I'm here to see my little girl. I'm Mrs. Pierce-

Bert hurries into the foreground, calling down to her: *

BERT
Mildred!

Mildred comes running and we cross PAN with them as they run through a sunken, Waiting Corridor. *

57 INT. SICKROOM - MOMENTS LATER 57

Mildred sits beside Ray who lies woozy in bed, face flushed, eyes dull, breath rapid. She wears an adhesive strip on her lip. The NURSE beside her looks up but doesn't stop preparing the child's arm for an emergency transfusion. Bert stands beside Mildred while, out in the hall, Mr. and Mrs. Pierce protect a shaken Veda.

NURSE
She was doing fine, temperature constant. We thought she'd be all right in a few hours. Then just like that it went up. (to Ray): Looky. Your mama's here.

(CONTINUED)

TB

57 CONTINUED: 57

MILDRED
It's Mommy, darling.

RAY
(wailing)
Mommy!

Nearby, a professional blood DONOR sits among a group of doctors and nurses, sleeves rolled up and arm outstretched, revealing a gallery of tattoos. The transfusion begins. We follow the line of fresh pumping blood across to Ray, as Mildred holds her hand, observing the procedure like a woman of stone.

DR. GALE
Your husband agreed to the additional expense after I recommended the transfusion, and we had the donor, so we've gone ahead.

BERT
You still think it could be grippe, doctor?

DR. GALE
The fact is we get a lot of these cases, especially this time of year. They shoot up a temperature, start running at the nose... and the next day they're out running around like nothing happened. And that could very well be what we're seeing here. What concerned me was her temperature. It's still a hundred and four and I don't like it. I don't like it, and I don't like that thing on her lip.

MILDRED
You mean it could get infected?

DR. GALE
Well that's the concern. Now we took a smear from the pimple to try and rule out Staph, and a couple of CC's of blood, and they're on their way to the lab. But the point is, if we've got trouble, she can't wait for any lab report. She would need a transfusion right away.

Bert turns and sees Veda at the door, staring in shock.

TB

57 CONTINUED: (2) 57

BERT
Veda-!

Mildred turns just as Veda bursts into tears and goes running out of the room.

58 INT. WAITING CORRIDOR - LATER 58 *

Mildred and the Pierces stand huddled in the sunken corridor, * as Veda clutches Bert. *

BERT
She was just a little dull Friday night--just seemed a little off was all. And then yesterday, at the beach, she seemed to be running a temperature so we called Dr. Gale and he said we should bring her in to the hospital.

MOM
He said no such thing. He ordered her home and when we got there the house was all locked up so we rang him again. And that was when he ordered her to the hospital. Because there was no other place to take her.

Veda, red and swollen with tears, clutches Mom Pierce.

VEDA
(deeply shaken): Mother, where <u>were</u> you?

Mildred turns and Veda hurries into her mother's arms. Dr. * Gale appears, examining Veda's file and replacing his * stethoscope, as he comes down the steps to join them. The * Nurse follows. *

DR. GALE
Well... Her temperature's down, pulse is down. So I've probably put you to a lot of expense over nothing.

MILDRED
That's quite alright, doctor.

DR. GALE
You see, any infection above the mouth drains into the lateral sinus, and that means the brain.
(MORE)

(CONTINUED)

TB

58 CONTINUED: 58

DR. GALE (cont'd)
Now with that little pip on her lip there was no way to tell. Every symptom she had spelled grippe, but just the same, all of those symptoms could have been caused by strep, and if we had waited until we were sure, it might have been too late. The way she's reacting to that transfusion shows it was all a false alarm, but you never know... We'll keep an eye on her. But I suggest you folks go home and get some rest.

MILDRED
Thank you, Doctor Gale.

Dr. Gale and the nurse start back from where they came as * Mildred begins leading the others toward the exit. *

MILDRED
You take her home Bert. I'm going to stay.

BERT
You sure? You'll call if there's any news?

MILDRED
Of course I will.

58A INT. ENTRY HALL - MOMENTS LATER 58A *

Mildred hugs and kisses Veda.

MILDRED
Don't worry, darling. She's going to be just fine.

Bert begins shepherding them all off, though not without a final glare from Mrs. Pierce.

Mildred watches them go. Then takes a deep long breath and * turns, walking slowly back down the hall. The desolate * hospital floors bolster every sound as an orderly passes with * a gurney. *

CLOSE on Mildred as she continues, passing the night windows, * finally able to reflect on the night's events and what preceded them. Her reflection ghosts her. *

TB

59 WAITING CORRIDOR - LATER 59 *

Mildred wakes from an unexpected doze, seated alone along the * stretch of empty benches. Somewhere on the floor a buzzer * sounds. She rises, straightening her dress, and the buzzer sounds again.

(CONTINUED)

TB

59 CONTINUED: 59

Mildred turns and spots an ORDERLY rushing past the main corridor, carrying hot-water bottles. A NURSE follows. She stands and begins walking in their direction. *

59A INT. SICKROOM HALLWAY - CONTINUOUS 59A *

Coming around the corner she sees others rushing down the hall from both directions, heading into Ray's room. Dr. Gale is one of them. With a sudden wave of loathing she heads after in their direction. *

60 INT. SICKROOM - CONTINUOUS 60 *

Inside Dr. Gale hovers over Ray as the Nurse jams hot-water bottles under the covers.

NURSE
She's having a chill, doctor.

DR. GALE
Get Dr. Collins.

ORDERLY
Yes sir.

Mildred knows it's no false alarm this time.

Ray's face turns white, then blue. Her little teeth begin to chatter. An orderly comes in with more bottles, blocking Mildred's view. DR. COLLINS, a short, heavy man, follows, and studies Ray as if she were an insect.

DR. COLLINS
It's got to be the pustule.

DR. GALE
I know it.

DR. COLLINS
(to Orderly)
I need oxygen, adrenaline, and ice.

The Orderly exits. Both doctors study Ray in silence, her chattering teeth the only sound in the room.

NURSE
Her pulse is faster, Doctor Collins.

DR. COLLINS
What is it?

TB

60 CONTINUED: 60

NURSE
A hundred and four.

DR. COLLINS
Take off the hot water bottles.

The nurse pulls out the hot-water bottles and drops them to the floor. Other NURSES appear, wheeling in an oxygen apparatus and a white table of vials and syringes. Ray's teeth stop chattering and her face loses the bluish tinge. Red spots appear on her cheeks.

NURSE
Her temperature's rising, Dr. Collins.

DR. COLLINS
Take off the blankets.

Two nurses strip off the blankets and a third packs icebags around Ray's head.

NURSE
A hundred and twelve... A hundred and twenty-four... A hundred and thirty-two...

Ray is panting like a little dog and her whimpering has a pitiful note. Mildred stares in horror, gripping her mouth. Then the breathing stops. It resumes in four short, harrowing gasps. And then it stops altogether.

Mildred glares, leaning forward.

Dr. Collins motions quickly and two nurses step forward and rapidly lift and lower Ray's arms. Dr. Gale moves in and straps the oxygen apparatus over her face as Dr. Collins fills a syringe and stabs it into Ray's rump. Then Dr. Collins puts his hand on her chest and gives it two violent thrusts.

Mildred slowly rises from her chair.

The first nurse, holding Ray's wrist, looks up at Dr. Collins and glumly shakes her head.

Dr. Collins nods and the resuscitation process resumes again. He refills his syringe and again jabs Ray's rump. He puts his hand on her chest and again gives it two violent thrusts.

A moment passes and again the nurse taking her pulse shakes her head. Dr. Collins looks over at Dr. Gale, who stares back at him helplessly.

60 CONTINUED: (2) 60

Mildred steps forward on instinct.

MILDRED
Stop.

CLOSE on Mildred's hand gently taking Ray's from the nurse. She brings it slowly to her lips and kisses it long and hard. Then she gently returns it to the child's chest.

61 INT. SICKROOM HALLWAY - MOMENTS LATER 61 *

Mildred is slowly walking down the hall, shattered and numb. Dr. Gale, deeply stricken, catches up.

DR. GALE
Mildred.

Staring straight ahead, she allows him to join her. And suddenly it's Dr. Gale who is struggling to keep composed.

DR. GALE
I knew it. I knew it when I saw that orderly... But we--do everything we can. If anything could have saved her... We did everything that could have been done--and you too Mildred...

He locks his teeth behind twitching lips.

MILDRED
Is there... a phone I could use?

DR. GALE
Of course.

62 INT. DR. GALE'S OFFICE - MOMENTS LATER 62

Mildred, moving very slowly, finishes dialing a number and brings the receiver to her ear.

MRS. BIEDERHOF (O.S.)
Hello?

MILDRED
Yes--Hello--Mrs. Biederhof. Is Bert there?

MRS. BIEDERHOF (O.S.)
No--no, he's not.

62 CONTINUED: 62

MILDRED
Oh. (silence)

MRS. BIEDERHOF (O.S.)
Is this Mrs. Pierce?--Is everything alright?

MILDRED
No. I'm afraid--Will you please tell him, Mrs. Biederhof, that Ray died a few minutes ago. At the hospital.

MRS. BIEDERHOF (O.S.)
Oh, Mrs. Pierce.

MILDRED
I wanted him to know right away.

MRS. BIEDERHOF (O.S.)
Of course. Of course, I'll tell him--I'm just so sorry, Mrs. Pierce, from the bottom of my heart I am. If there's anything in the world-

MILDRED
Thank you, Mrs. Biederhof...

Mildred can only hang up the phone and hold there, clenched and shaking, MUSIC looming.

63 INT. MILDRED'S CAR - NIGHT 63

Night shadows crawl over Mildred's face as she stares out at the road, driving home in a state of catatonic automation.

64 EXT. GLENDALE HOUSE - NIGHT 64

WE HOVER over the dark house as a tiny Mildred maneuvers up the front walk. All at once her legs go rubber beneath her and she's on the ground. But she scrambles to her feet, propelling herself forward.

65 INT. GLENDALE HOUSE - HALLWAY - NIGHT 65

She opens the door to the children's bedroom revealing a silvery Veda asleep in bed, tranquil and well. Mildred enters the room and makes her way to the bed where she finally crumbles. Clutching Veda, she bursts into tears, weeping convulsively, her face contorting into a scowling sob.

65 CONTINUED: 65

VEDA *
(stirring): Mother?

MILDRED
Shhh.

And as Veda drifts back to sleep, and Mildred's tears return, it suddenly overtakes her, surging out of her devastating sorrow... a horrible sense of relief.

MILDRED
Oh Veda... Veda--thank God...!

MUSIC darkens--as WE SLOWLY PULL BACK into the hall.

HARD CUT TO BLACK

TB

MILDRED PIERCE

PART 3

A Film In Five Parts Based On The Novel by James M. Cain

Written by

Todd Haynes & Jon Raymond

First Production Draft - February 10, 2010 (White)
Second Production Draft - February 23, 2010 (White)
Third Production Draft - March 19, 2010 (Blue)

TB

MILDRED PIERCE: PART THREE

1 INT. GLENDALE - CHILDREN'S BEDROOM - DAWN (FALL, 1931) 1

We slowly glide past copper curls flecked with sun and Veda's sleeping face in bed. Nestled beside her in a melted hug is Mildred, blank asleep, just starting to rouse. We follow as she turns to the other side of the bed.

CLOSE on Mildred as her eyes twitch and flutter open, blinking slowly into focus. Then she stops, distracted by the play of light on the bedspread opposite. And then it comes, the coursing gloom of dawn--and she sits upright in bed.

There, across the room, is Ray's undisturbed bed. *

2 INT. KITCHEN - DAY 2

Bert stares at the kitchen floor with hollow eyes, pale with shock and sleeplessness. A ghostly swirl of afternoon light hangs in the center of the room, making it hard to focus. Lucy and Mildred are just returning. We stay with Bert.

LUCY
People should be droppin' in, any time.

MILDRED *
We still have to pick out her * clothes. *

LUCY *
Veda's with the Pierces?

MILDRED
(nodding absently)
They offered to take her. Pop insisted he stand all the expenses, too. They wanted to come over with Bert but I...

LUCY
It's better this way. (to Bert): Bert, you want anything? A drink?

BERT
Not right now, Lucy.

2 CONTINUED: 2

LUCY
Well it's right there, and I'm right here.

BERT
Thanks.

Bert turns toward the window as Mildred sits down at the kitchen table, covered in trays of food, while Lucy hovers.

2 CONTINUED: (2) 2

LUCY
Alright baby, Mamma's listening.

MILDRED *
Well I have no black dress. *

LUCY
I'll get one for you. Size twelve?

MILDRED
Ten.

LUCY
Veil?

MILDRED
You think I should? *

LUCY
I wouldn't.

MILDRED
Then no. And no hat. I have one that's all right. But--gloves I need. Size six. And I suppose I * need a mourning handkerchief- *

The phone rings. *

LUCY
You stay.

As soon as Lucy leaves the room Bert turns to Mildred, glaring at her a moment with helpless urgency.

BERT
Mildred, she's in heaven--she's got to be in heaven. She was the sweetest, most perfect kid. If a kid ever deserved to be in heaven it's Ray. And that's the truth.

2 CONTINUED: (3) 2

His red face bursts into sobs. Mildred goes to him, embracing him.

MILDRED
Hush now. Of course she is.

2A EXT. GLENDALE HOUSE - LATER 2A *

Through the window we glimpse Mr. And Mrs. Pierce making their way up the drive with Veda. *

2B INT. CHILDREN'S ROOM - LATER 2B *

CLOSE on Ray's dresser drawer as Mildred carefully folds the white dress Ray wore in the school pageant, with matching little white pants, socks and shoes--and the gilt crown and fairy wand. Bert, standing behind her, has to look away. *

Veda appears at the door. She stares at them a moment, stricken, then runs into Bert's arms. Mildred joins them, stroking Veda's hair, as we hear the doorbell ring from the other room. *

MILDRED *
Veda... darling... *

VEDA *
Mother, where were you? *

MILDRED *
I told you, I was visiting friends. *
In Santa Barbara. *

VEDA *
But who? *

MILDRED *
People you don't know, dear. Had I *
known, I never would have gone... *

From down the hall, we hear the sound of new arrivals. *

MILDRED *
We should go in. *

3 INT. LIVING ROOM - MOMENTS LATER 3 *

Mildred, Bert and Veda emerge from the hall, finding Mr. And Mrs. Pierce and Lucy greeting an arriving guest, an elderly lady accompanied by a BLACK MAID. Mildred steps forward. *

3 CONTINUED: 3

MILDRED *
Hello, Mother. *

MILDRED'S MOTHER looks up at her, vaguely. *

MILDRED'S MOTHER *
Mildred... *

The Pierce's look on as Bert and Veda take turns gently * greeting the woman, though she barely seems to recognize who * they are. *

MILDRED *
(to her mother's maid) *
Thank you for bringing her. *

Mr. Pierce, glancing out the open door, turns gravely to * Mildred. *

MR. PIERCE *
Mildred... *

Mildred turns to see *

Ray's little coffin being carried in from the hearse.

TB

4 EXT. CEMETARY - DAY 4

Slow ZOOM-OUT from Mildred, standing with Bert and Veda and a crowd of somber faces, staring into the void. The PRIEST gives his final prayer.

PRIEST
The Lord is my shephard; I shall not want. O God, whose mercies cannot be numbered; Accept our prayers on behalf of the soul of Moire, thy servant departed... And grant her an entrance into the land of light and joy, in the fellowship of the saints, through Jesus Christ our Lord, amen.

CONGREGATION
Amen.

The sun peeks out over the cheerless crowd, huddled in the shade of a large sycamore, as Ray's casket is slowly pulleyed into the ground.

5 INT. GLENDALE HOUSE - MASTER BEDROOM - EARLY MORNING 5

Mildred's black dress lies on the bed. Her hands enter and lift it and carry it to the closet and hang it on the crossbar. The closet door closes and its mirror locks into place, revealing Mildred in a smart dress. She tugs the hem, eyeing herself, bracing for the day in store.

6 EXT. CHICKEN FARM - SAN FERNANDO VALLEY - DAY 6

We see Mildred's car turning off the road onto a dirt lot and pulling up to a white-wood barn and farm-stand, bearing the sign: **GURNEY POULTRY FARM.**

7 EXT. CHICKEN FARM - SAN FERNANDO VALLEY - LATER 7

From afar, we see Mildred talking to MR. GURNEY as plucked chickens are unwrapped for inspection by two FARMHANDS. She gestures with tight, business-like motions and they come to some agreement.

8 INT. PRODUCE BARN - DAY 8 *

A BOY follows Mildred through the produce aisle, filling a crate as he goes. *

8 CONTINUED: 8

MILDRED
And two celery, four bunches of carrots, two parsley, a bag of onions... We have lettuce, we have cabbage-

9 INT. BANK - DAY 9

The TELLER is counting out Mildred's withdrawal.

TELLER
...twenty-five, twenty-six, twenty-seven, twenty-eight, twenty-nine, thirty-(passing it through the window): that's thirty in bills and 10 in change.

MILDRED
(gathering the money)
Thank you.

10 EXT. GLENDALE RESTAURANT - LATER 10

Mildred's car pulls into the lot.

11 INT. GLENDALE RESTAURANT - CONTINUOUS 11

From inside we see Mildred approaching with her bags. But when she steps inside she has to catch her breath. The place has been transformed: drapes are on the windows, fixtures hung, tables and chairs are arranged around the shiny maple floors. A few boxes are still to be unpacked, but mostly, the space is in order. PANCHO, a Filipino around 25, dressed in a creme suit, is hanging drapes. Letty is there, wiping tables. And as if on cue ARLINE, the head waitress, enters the dining room dressed in one of the new uniforms--brick-red with white collar and cuffs--carrying two pies. She stops, self-consciously, seeing Mildred.

ARLINE
(putting down the pies)
They fit all right, no?

MILDRED
It looks wonderful. Everything does.

Wally's head pops up from behind the pie showcase.

WALLY
And there's one thing more you're going to like, too.

11 CONTINUED: 11

MILDRED
Wally--what are you doing here?

WALLY
Hold on a minute and I might just show you. Arline? May I?

Arline brings Wally the two pies, and he slips them into the already stocked showcase.

MILDRED
But... Isn't it a little early to be stocking the-?

WALLY
Quiet down. You're about to see something. And keep in mind this whole operation only cost me two bucks and eleven cents total. Y'ready?

MILDRED
I'm ready.

Wally connects a plug and the showcase lights up, with concealed strips on the inside, illuminating the pies. Mildred gives a delighted little gasp.

WALLY
Ta-da! How do you like that?

MILDRED
Wally, it's <u>beautiful</u>! When did you ever...?

WALLY
Oh, it's something I did while you were--well, last week. Slipped in at night and worked on it. Anyway, it ought to sell pies.

MILDRED
I'll say it will. Wally, you just earned yourself a free dinner--with seconds. Assuming there is any dinner.(to Arline and Pancho): Pancho, if you'll unload the car with Letty, Arline and I can get started in the kitchen. (They nod and exit) Wally--really, truly...

11 CONTINUED: (2) 11

WALLY
Go get cooking.

12 INT. KITCHEN - LATER 12

The kitchen is a bustle of concentrated labor--with the radio interspersing JINGLES and ROOSEVELT--as we glide past the various tasks:

Pancho peeling carrots. Letty peeling onions. Arline wiping silver.

And Mildred inspecting birds for pinfeathers, and then beginning to separate them into parts. She begins by chopping off the neck with a cleaver, then halving it. Arline appears as she removes the wings and legs, awaiting new orders.

MILDRED
(without stopping)
The way half chickens are served in most places--in one loathsome piece--I just hate. How are people supposed to eat it that way? Well we're going to serve it in pieces. Breast, wing, second joints and drumstick-

Mildred has now separated her chicken accordingly, and thrown the necks and bones into the soup pot and the giblets into a gravy pan. Now, as described, she pulls open the icebox and deposits each respective part into four separate dishes within.

MILDRED
...all arranged in the icebox so we can pick up a single portion with one motion. Truth is, I'm not expecting many people, because it's my first night and I haven't had a chance yet to build up my trade. But if you do get rushed, remember: Get their orders--
(Arline nods)
I've got to know whether I'm having vegetables or waffle before I can start, so don't keep me waiting.

ARLINE
Call them both?

MILDRED
Call the waffle only.

12 CONTINUED: 12

ARLINE
Call biscuits?

MILDRED
No--the biscuits will be out all the time, you pick them up yourself. You pick up your own bread and your own biscuits, but put them in separate baskets and don't forget that biscuits call for a napkin, to keep them hot. Three biscuits per person, more if they want them--And remember, you're responsible for dessert too.

ARLINE
I know, desserts and starters.

MILDRED
Dessert and starters.

13 EXT. GLENDALE RESTAURANT - NIGHT 13

The blue neon sign is on, reading: **MILDRED'S CHICKEN & WAFFLE.** Beneath it the restaurant glows golden in the dusk.

But there are no cars coming down the street.

14 INT. GLENDALE RESTAURANT - DINING ROOM - LATER 14

Mildred stands at the window, while Arline, Pancho and Letty stand in a corner, whispering. The long wait is underway. When the three begin quietly giggling amongst themselves, she wonders if anyone will show up at all, if she hasn't just made a terrible mistake.

She turns, silencing her three employees, and walks into the kitchen.

15 INT./EXT. KITCHEN - CONTINUOUS 15

Mildred goes over to the waffle irons to check that they're still hot. Then she peaks inside the oven door. She turns around and steps away, sighing. Then from out on the street she hears a car door slam, and she turns. Through the window looking out at the gravel parking lot she sees a party of four getting out of their car.

Mildred smiles--and springs into action--just as Pancho pops his head through the door.

PANCHO
People.

15 CONTINUED: 15

MILDRED
Four.

Feeling like she's starting up a well-tuned machine, she opens up the ice-box and quickly gathers 4 each of breasts, 2nd joints, drumsticks, and wings, rolling each of them through the flour box beside the range. She gives them each a squirt with the olive oil bottle, then shoves them onto a pan and into the oven, sliding in a pan of biscuits before shutting the door. By the time Arline appears she's dropped half a cube of butter into a large fryer.

ARLINE
Four at No.9, soup right and left, two and two, one waf.

MILDRED
(starting out the door)
Fine. But don't call soup, just dip it up yourself.

ARLINE
Oh, right.

16 INT. DINING ROOM - MOMENTS LATER 16

Mildred, adjusting her hair, approaches the first table, a MAN and WOMAN and two CHILDREN. She helps them with their seats as she hands them menus.

MILDRED
Good evening. Thank you so much for coming tonight. My name's Mildred and this is not only our very first night but you are our very first guests. So I do hope you end up liking our little place, and keep on being our guests.

MAN
Thank you, I'm sure we will.

On cue Arline arrives with their starters, the soup, crackers, butter, napkins, water and salad. Mildred inspects it all before turning to greet two more arrivals. Their names are on the tip of her tongue as she approaches.

MILDRED
Oh, why how do you do... Mrs. Sawyer, and Mr. Sawyer!

TB

17 INT. KITCHEN - LATER 17

Mildred is finishing up two golden-brown portions frying in butter, and quickly arranges two plates, one with mixed vegetables and one with a round, old-fashioned waffle.

18 INT. DINING ROOM - MOMENTS LATER 18

The same plates are being carried out and served by Arline to the Sawyer couple, who dig in right away, pouring syrup over waffles and crunching into drumsticks.

The family of four is ready to be cleared, and Arline is there to do it.

Mildred, meanwhile, is walking another family to their table when the first party compliment her.

MAN
Delicious chicken!

MILDRED
Thank you. And don't forget, there are homemade pies as well you might like taking home with you.

Mildred guides her new customers to their seats.

19 INT. KITCHEN - MOMENTS LATER 19

Arline, calling another order, deposits her first tray of dirty dishes as Pancho, on cue, swiftly drops them into large vats of soapy water. She rushes back out.

Mildred moves from freezer to flour box to oven with the order, while all the while keeping a busy eye on meat, vegetables, biscuits and waffles. Arline comes rushing back in.

ARLINE
Two at No. 3, but one of them's a kid that won't have soup. Says she wants tomato juice with a piece of lemon and some celery salt--I told her we don't serve it, but she says it's what she always has so what do I do now?

Mildred smiles to herself, removing her apron and starting out.

20 INT. DINING ROOM - CONTINUOUS 20

Mildred approaches that party of two: Bert, dressed in a light suit, and Veda, who wears a new school dress and Mildred's floppy hat. They turn, Bert smiling, Veda wan, when they see her.

VEDA
There's Mother.

BERT
By God, Mildred, it really looks like something. You got yourself a piece of property this time. I mean, this place is real. And it's built. I saw to that. Bet there was no trouble with the Department of Health when they inspected this floor.

MILDRED
They passed it without even looking.

BERT
And the toilets?

MILDRED
They passed them too. Of course, we had to cut a door through, so both of them opened into the old secretary's office-

Wally, just arrived, rushes over to Bert's table.

BERT
Say, there, Wally.

WALLY
Bert, Veda.

MILDRED
I was just about to give these two a tour.

WALLY
Well you better make it quick. Mildred, I'm telling you. You're going to have a mob in here. That's the thing about direct-mail advertising--It's not what you send. It's where you send it.
(MORE)

(CONTINUED)

20 CONTINUED: 20

WALLY (CONT'D)
I hit up every name on the old Pierce Homes lists and I just bumped into six different people who said they were coming-

BERT
By the way, you did attend to that transfer of beneficiary? On the fire insurance?

WALLY
No, I thought I'd wait until the joint burned down.

BERT
Okay. I was just asking.

WALLY
Mildred, I'm telling you. A mob.

VEDA
Well, Mother, I think you've done very well, considering everything.

MILDRED
(a little crestfallen)
Well thank you Veda. I was hoping it was something you'd be proud of.
(spotting Ida at the door)
Oh, there's Ida--Will you all excuse me?

WALLY
I tell you. Direct-mail's the way of the future.

Mildred surprises Ida with a warm kiss.

IDA
Mildred! Look at you. My husband wanted to come, but he got a call on a job and had to run. So I'm solo.

Mildred walks Ida to a table, who surveys the operation:

IDA
Mildred, it's just grand. And the space you got. You can get two more fours in easy, just by shifting those two's. And using trays--you got no idea how much it helps.
(MORE)

TB

20 CONTINUED: (2) 20

IDA (CONT'D)
It'll save you at least one girl. At least.

MILDRED
I should get back inside. But I'll come visit.

IDA
You go, go on.

21 INT. KITCHEN - LATER 21

Back in the fray, things have heated up considerably. Mildred is flipping waffles and frying chicken without a moment to look up at each car door she hears outside. Arline comes rushing back in with more dirties.

ARLINE
Two fours just come in, Mrs. Pierce. I got room for one but what do I do with the other? I can shove two two's together, but not till I get Miss Ida moved out-

MILDRED
No no! Let her alone.

ARLINE
But what'll I do?

MILDRED
(a bit shrilly)
Seat four, ask the others to wait-- Oh--Let me do it.

She puts down the batter, closes the waffle iron and hurries off.

22 INT. DINING ROOM - CONTINUOUS 22

Mildred scurries over to greet the parties at the door.

MILDRED
Thank you so much for coming tonight. I have one table available now, but if you wouldn't mind waiting it should just be a couple of moments for another.

2ND MAN
(consulting the Mrs.): Alright, then.

TB

22 CONTINUED: 22

MILDRED (CONT'D)
It shouldn't be long...I'm terribly sorry there aren't any chairs.

She quickly scans the dining room. The one free table is full of dirty dishes and a customer at another is holding up an empty water glass. Where is Arline?

23 INT. KITCHEN - MOMENTS LATER 23

Mildred enters, carting the dirty dishes, to find Arline busy scolding Pancho. Letty, meanwhile, is stacking new bowls from a box onto the counter.

ARLINE
Why in the world are you washing more plates? (to Mildred): He's washing plates, Mrs. Pierce, when it's soup-bowls I need, 'cause they're all out and I can't serve any starters without 'em! Soup bowls, stupid, soup bowls!

MILDRED
Arline, please, I need you clearing tables. It's backing up out there-

Suddenly Letty's bowls go tumbling. Mildred makes a leap but three bowls shatter.

MILDRED (CONT'D)
Damn!

LETTY
I'm sorry, Mrs. Pierce.

MILDRED
Just clean it up, then help Arline outside, and--oh dear-!

She rushes back to the smoking waffle iron and pulls out two black waffles. Feeling a wave of desperation, she swings open the oven, just rescuing two orders of chicken. She glances up. Everyone just stands watching.

MILDRED (CONT'D)
Please--everyone. Nothing's going out--We need to start moving.

Mildred starts furiously plating another order--but falters. The chicken jockeys with the vegetables and nothing seems to fit.

23 CONTINUED: 23

And now the waffle iron is smoking after Pancho tried to sponge it down... When suddenly a familiar voice breaks through the chaos.

IDA
Okay, Mildred, it's them dishes that's causing it.

Mildred turns. Near the door, Ida is already removing her hat and putting on an apron, stashing her things by the cash-box.

IDA (CONT'D)
Now she (pointing to Letty) ain't no good out there, none whatever, so let her wipe while he washes, and that'll help.

Ida tosses a towel to Letty and then pulls two dessert dishes onto a tray.

IDA (CONT'D)
Just give us a second and we'll have this train right back on track. (to Arline): Okay, call your starters... Call your starters.

ARLINE
I want a right and left for two, three and one, chicken and tomato for four, and they been waiting for-

Ida's already in action. She dips soup into the dessert dishes, deals out spoons with one hand, crackers with the other, then hoists the tray onto one hand.

IDA
That's fine. Now let's get a move on.

LUCY
(popping in the door)
Hello? Anything I can do?

MILDRED
Lucy! No, dear, we're-

IDA
Sure there is. Follow me.

Ida starts back out, leading Lucy, and Arline quickly follows with butter, salad, and waters.

(CONTINUED)

23 CONTINUED: (2) 23

MILDRED
(calling after Ida)
85 cents! Everything's 85 cents!

With a twinge of joy, Mildred returns to her plates.

24 INT. DINING ROOM - LATER 24

We see Lucy selling pies at the showcase, handing a FAMILY of four a boxed pie, and depositing the money in a tin cash-box.

With the restaurant back in gear we see Mildred making the rounds, far more relaxed than before. The dining room looks nearly filled to capacity, buzzing with satisfaction.

MALE CUSTOMER
Just terrific.

MILDRED
Thank you.

FEMALE CUSTOMER
I tell you, I haven't had waffles like those since I was a kid. I love 'em like that.

MILDRED
I'm so pleased.

Mildred glances over to Veda, seated glumly, as Bert tries persuading her to join him outside.

MRS. CROUGH
Mildred?

Mildred turns. An older woman, MRS. CROUGH, grips her hand, staring at Mildred, her face growing in pain.

MRS. CROUGH
Mildred, it's Sally Crough.

MILDRED
Of course.

MRS. CROUGH
Mildred... I was so very sorry to hear... about the little one.

MILDRED
(reserved)
Thank you--thank you, Mrs. Crough.

TB

24 CONTINUED: 24

She stands, hit with the sudden pang of fear that if she stops, or reflects, for even a second, it will all come crashing down around her.

25 INT. KITCHEN - MOMENTS LATER 25

Mildred hurries to her post and almost feverishly begins dredging an order through the tray of flour.

ARLINE
I got a four on 6, chicken and tomato, two wafs. And 9 won't budge.

The backdoor slams and she hears Veda calling.

VEDA
Mother! Mother! (she comes tearing over): Guess who's coming in your restaurant right this very instant! You'll never ever guess!

MILDRED
Well, who?

VEDA
Monty... Beragon!

Mildred looks at her sharply, searching for some knowledge of scandal. But all she sees are her daughter's shining eyes. Out the window, she glimpses Monty approaching the entrance.

MILDRED
And who is Monty Beragon?

VEDA
Oh, Mother, don't you know?

MILDRED
I guess not.

VEDA
He plays polo for Midwick, and he lives in Pasadena, and he's rich, and good-looking, and all the girls just wait for his picture to come out in the paper. He's--the keenest!

Veda dances over toward the swinging doors as Bert enters through the back, following Wally who looks like he'd just seen God.

25 CONTINUED: 25

WALLY
Sa-a-a-ay!... She tell you who just came walking in the place?

As Arline and Letty return with fresh orders and dirty dishes, Veda slips out into the dining room.

ARLINE
One waf!

BERT
Never seen her so sassed up.

Mildred glances over toward the dining room with a distant smile--then snaps back to work.

WALLY
I'm telling you, Mildred, if that guy's here, you are in! There isn't a restaurant in town that wouldn't pay that guy to eat there--(to Bert): Am I right?

BERT
He's very well known.

WALLY
Known? Hell, he's a shot.

WALLY
I wonder how he got wind of us. He sure wasn't on anyone's list. I doubt he reads the Glendale rags.

BERT
Evidently, Mildred's reputation as a cook has spread far and wide. Which seems sufficient reason, in my book, without doing any fancy sleuthing about it.

WALLY
Well I got a notion to find out-

He stops. Mildred looks up at Wally's dumbfounded expression, then turns around to see

Monty standing behind her, looking deeply concerned--and casually radiant in a navy blazer and turtleneck. His black hair falls rakishly, grazing one eye. He carries a large box of flowers.

TB

25 CONTINUED: (2) 25

MONTY
Why didn't you tell me about the little girl?

MILDRED
I don't know. I--couldn't call anybody.

MONTY
I didn't hear about it until her sister told me, just now.

Veda has snuck back into the kitchen, almost shyly.

MILDRED
She seems to be quite an admirer of yours.

MONTY
Well she's an absolute delight. But I want you to know if I'd had any idea about it, you'd have heard from me.

Monty unlids the box of flowers. Inside are two gigantic orchids, but Monty grabs the card and rips it in half.

MONTY (CONT'D)
I doubt if you're in the humor for gags.

MILDRED
(with solemn sincerity)
Monty, they're lovely. Thank you.

Mildred puts them in the ice-box while she introduces the room.

MILDRED (CONT'D)
Monty, I'd like you to meet Bert Pierce of Pierce Homes, and my business advisor, Wally Burgan.... Monty Beragon.

But Ida rushes in, breaking it up.

IDA
That's it! Everybody out. We got two orders up and three waiting, and we're down on biscuits--now shoo!

26 EXT. GLENDALE RESTAURANT - PARKING LOT - LATER 26

Outside, gathered around Lucy's running board, are Bert, Wally, Monty, Veda and Lucy, who is busy pouring a round of drinks into everyone's glasses.

The neon sign officially powers off and the outside revelers cheer. We see Mildred and Ida closing up and coming down to join the others. Mildred raises the tin cash-box in the air.

MILDRED
We made forty-six dollars and thirty-seven cents!

LUCY
Forty-seven dollars?

MILDRED
That's ten more than I ever dreamed of making. We went through twenty-four chickens... I only planned on twenty!

Lucy pours Mildred a glass and Bert proposes a toast.

BERT
To the best little woman that any guy was crazy enough to let get away from him.

LUCY
You ought to know, you cluck.

WALLY
Yea--cut the mush!

Mildred smiles, glancing down, but the sadness suddenly overtakes her and spreads into a hush amongst them all. Bert squeezes Mildred hand as she dries her eyes, trying to shake it off. Ida steps in to fill the silence.

IDA
Oh, Mildred, I wish you could have heard the comments. You got no idea how they went for that chicken. I tell you it's a hit. It's going to do just grand.

MONTY
You're quite a little wizard. I had no idea.

26 CONTINUED: 26

MILDRED
(noticing the time)
And I had no idea how late it was. Bert, I have to take Ida back after she stayed so late. Can you get her home? She's got school in the morning.

VEDA
Do I have to, Mother?

MILDRED
Yes you do.

Mildred glances at Monty then looks down again.

MILDRED (CONT'D)
Good night, everyone. And thank you!

They all say good night as Mildred and Ida scurry off.

27 INT. GLENDALE HOUSE - LIVING ROOM - LATER 27

WE SEE Mildred approaching through the window. She steps inside the house, which is dark except for the light flickering from the den. She hears chuckling and Veda:

VEDA (O.S.)
Well, if you ask me, I think it's perfectly juvenile the way most of them behave...

28 INT. DEN - CONTINUOUS 28

Inside the den she finds Monty and Veda sitting together by the fire, still buzzing with energy.

MILDRED
What on earth-?

MONTY
It's all my doing. We had a date.

MILDRED
Oh, you did?

MONTY
Yes, we had a date that I was to take her home, so I did. Though we had to take Pop home first-

28 CONTINUED: 28

VEDA
Or at least, to the B-

But they suddenly burst into howls of laughter, Monty and Veda.

VEDA (CONT'D)
Oh Mother! We saw Biederhof! Through the window! And--they flopped!

More laughter, which Mildred tries to resist but cannot. And soon the three of them are holding bellies and wiping tears.

MILDRED
Alright now, m'lady. The time has come.

VEDA
Good night, Monty.

MONTY
Good night, my darling.

We watch Mildred and Veda disappear down the hall.

VEDA
Oh, Mother, isn't he wonderful!

MILDRED
He's terribly nice, yes.

VEDA
He said I looked so much like you he knew exactly who I was. So you told him about me?

MILDRED
Of course!...

VEDA
How did you meet him?...

Their voices fade into soft murmurs.

29 INT. DEN - MOMENTS LATER 29

Mildred returns, unclasping the cuffs of her dress. From the couch she hears him, slightly thick, as he peels off his socks.

29 CONTINUED: 29

MONTY
I've been looking at that damned costume all night, and with great difficulty restrained myself from biting it. Now, get it off.

MILDRED
Oh, I'm not much in the humor for-

MONTY
Get it off.

Mildred signals him to be quiet as a trickle of MUSIC rises and she quietly closes the door. Then she reaches around to unzip her dress, which falls to the floor.

MONTY
Come here.

She turns and walks over to him. Still reclining Monty lets one bare foot slowly rise and begin to tease the hem of her slip. His toe grazes her thigh before quietly slipping beneath, between her legs. Mildred groans softly, allowing him to continue, as he reaches out for her hand. Then all at once he pulls her down onto his lap and takes her head in his hands. He pulls her into a powerful kiss--as cascading MUSIC rises up (CHOPIN'S IMPROMPTU #4 IN C-SHARP MINOR) as we

FADE TO BLACK

30 INT. PIERCE HOME - LIVING ROOM - DAY (FALL, 1932) 30

CLOSE ON Veda's fingers fluttering over the keys of the Pierce's old upright piano, trilling through the melodic lines of the music. Nearly a year has passed, and Veda's hair and clothes display her posh new maturity.

WE SEE Mildred appearing at the door and quietly letting herself in. She takes a seat at the edge of the couch to listen. Veda glances over her shoulder, then segue's into another song, clearly derived from the Chopin melody (and one of Mildred's favorites)--I'M ALWAYS CHASING RAINBOWS. Mildred smiles, humming along quietly (and flatly). While listening, she spots a local paper opened up on the couch and pulls it over for a look.

CLOSE ON SOCIETY PAGE

We see a picture of Veda in a white hat and coat seated at a polo match with some of Monty's family. The caption reads: **...also accompanying, Miss Veda Pierce.**

(CONTINUED)

30 CONTINUED: 30

Veda glances over at her mother and stops playing.

VEDA
Please don't look at that. I look dreadful in that shot!

MILDRED
You certainly do not. And the matching set looks darling.

VEDA
(grabbing the paper)
Mother, please--It's a calamity. And now Monty insists I join them at tennis Sunday and I have absolutely nothing suitable-

MILDRED
What--a tennis outfit? Oh, Veda, I wish I'd known. I was at Bullocks yesterday to drop off your formal.

VEDA
All I need is a simple skirt--with pleats or without--and no monogramming.

Mrs. Pierce comes in from the kitchen.

MILDRED
Hello, Mom.

MRS. PIERCE
Can I offer you girls anything?

MILDRED
No. We should be running along.

MRS. PIERCE
So soon? (to Veda): We'll still see you for the weekend, I hope.

VEDA
Oh, sure--seeing as "the kids" are off to Santa Barbara.

MILDRED
You said you needed to practice for your recital.

30 CONTINUED: (2) 30

VEDA
As if Miss Whittaker would notice one way or the other.

MILDRED
Now, Veda.

VEDA
It's true! Bye, grandma!

MILDRED
So long, mom.

MRS. PIERCE
Goodbye, girls.

Mildred helps Veda on with her jacket in the vestibule.

VEDA
So you think you'll marry him someday?

MILDRED
Oh, Veda. Please. What a thing to say.

Mildred can't help but smile, though, as MUSIC picks up.

31 INT./EXT. HIGHWAY 1 - SANTA BARBARA - DAY 31 *

Monty's dark blue Cord tears down the coastal road, starting back to town. The trees and earth cradle the car like it belongs to them. He slows for a lone gas station, up ahead.

32 INT. MONTY'S CAR - GAS STATION - MOMENTS LATER 32

We ZOOM-OUT from a Roosevelt campaign bill posted outside the small station, as the ATTENDANT fills the tank and Mildred and Monty chat.(Roosevelt's ringing voice can be heard from a radio inside.)

MILDRED
Don't you snicker at me. I'm voting for him because somebody's got to put an end to all this Hoover extravagance and balance this budget. And all those people demanding help. You can't tell me people couldn't get along, even if there was a Depression, if they only had a little gump.

32 CONTINUED: 32

MONTY
Yes, ma'am.

MILDRED
You're not even listening to me.

MONTY
(with affectionate irony)
Of course I am. I find your political views fascinating. But we were discussing something else entirely.

MILDRED
Oh we were, were we?

MONTY
Look, all I know is what I hear from the kid.

ATTENDANT
That'll be one seventy-two.

MILDRED
She takes lessons every week.

MONTY
(looking for his wallet)
Yeah. From some cheap little ivory thumper over in Glendale...

MILDRED
(handing Monty two dollars): Here.

MONTY
Certainly not.

MILDRED
Oh please, Monty. You've been too generous.

MONTY
Well... just this once.

ATTENDANT
Out of two? That's twenty-eight cents as your change. Thank you, sir.

MONTY
Here.

TB

32 CONTINUED: (2) 32

MILDRED
Keep it.

MONTY
Don't be absurd.

Monty hands her the change, starts the ignition and thrusts into gear--and they're off again.

33 INT./EXT. HIGHWAY 1 - SANTA BARBARA - CONTINUOUS 33 *

MONTY
Hell, it's not up to me to give you advice. It's really none of my affair.

MILDRED
Monty--please! You spend more time with her than anyone these days. She absolutely adores you.

MONTY
Then why not put her with someone who can really take charge of her?

MILDRED
Like who, for instance?

The pensive notes of the RACHMANINOFF PRELUDE IN C# MAJOR begin under him.

MONTY
Well, listen. If you're serious, there's a fellow in Pasadena I think could do wonders. Charlie Hannen. Quite well known, up to a few years ago, in the concert field. Then his lungs cracked up and he came out here.(catching her glance): What?

MILDRED
Nothing. (she snuggles up beside him): You're swell, that's all.

MONTY
You bet I'm swell.

She reaches for a kiss and he returns it, deeply. The car drifts off the road and he quickly jerks it back.

33 CONTINUED: 33

MILDRED
Monty!

MONTY
See what you make me do?

MILDRED
So how do we get in touch with this...?

MONTY
Hannen.

34 INT. HANNEN'S STUDIO - PASADENA - DAY (DECEMBER, 1932) 34

Monty's description continues as we find ourselves in the spacious Pasadena studio of CHARLIE HANNEN, a squat man in his 40's, who sits on the wall seat near Mildred listening.

MONTY (CONT'D)(O.S.)
... He's organist, choirmaster, whatever you call it, at our church. But I know he takes in a few pupils. I'm sure I can get him interested in her. And in his hands, she'd be getting somewhere.

There, seated at the large grand piano, Veda performs grandly, lifting her right hand high in the air and artfully crossing her left hand over it. Then, after building to a rousing climax, the piece comes to an inexplicable respite. Veda strikes a petulant chord... then follows with a light trill.

VEDA
I always want to play it <u>that</u> way.

MR. HANNEN
I'll tell Rachmaninoff when I see him next.

She resumes playing and he stares at her a moment. Then he abruptly stands.

MR. HANNEN
Alright. I think I've heard enough-- uhhh?

VEDA
Miss Pierce.

34 CONTINUED: 34

MR. HANNEN
Ah--?

MILDRED
Veda.

MR. HANNEN
And you've never studied harmony?

VEDA
Just a little.

MR. HANNEN
Just a little, what?

VEDA
I beg your pardon?

MR. HANNEN
I might warn you, Veda, that with young pupils I mix quite a bit of general instruction in with the musical. Now if you don't want a clip on the ear, you'll call me sir.

VEDA
Yes, sir.

Mildred looks down a moment, suppressing a smile.

MR. HANNEN
Play that bit in the Rachmaninoff again, the way you said you always wanted to play it.

Rather weakly Veda obeys. He sits beside her on the bench and plays after her.

MR. HANNEN (CONT'D)
And suppose you did play it that way. You'd be in a little trouble, don't you think? (plays a couple chords) Where would you go from there?

Veda plays a couple more chords and he carefully plays them after her.

MR. HANNEN (CONT'D)
Yes, it could have been written that way.
(MORE)

(CONTINUED)

34 CONTINUED: (2) 34

MR. HANNEN (CONT'D)
I really think Rachmaninoff's way is better--I find a touch of banality in yours, don't you?

VEDA
What's banality--sir?

MR. HANNEN
I mean it sounds corny. Cheap. Play it an octave higher and add a couple trills, it would be *Listen To The Mocking Bird* before you knew it.

He demonstrates, transforming Veda's variation into a carnival ditty.

VEDA
Yes, I see.

MR. HANNEN
But it makes musical sense.
(sitting again, he contemplates this)
I've got plenty of pupils with talent in their fingers, very few with anything in their heads. Your fingers, Veda--your technique is God-awful. At the very least we'll get some of that conceit knocked out of you. But your head--that's something else. And your sight-reading is remarkable, the sure sign of a musician. (to Mildred): I'd like her over here twice a week, for one lesson in piano and another lesson in the theory of music. I suppose nothing will come out of it, if we're really honest about it. Many are called, in this business, few are chosen. And God, Veda, your playing stinks. I should charge a hundred bucks just to have to listen to it!

At this Veda starts to cry--and gets up and hurries to the door. Mildred stands, staring after with as much astonishment as concern.

TB

34 CONTINUED: (3) 34

MR. HANNEN (CONT'D)
Let her bawl. It's nothing compared to what she'll be doing before I get through with her.

35 EXT. STREET/CHURCH COURTYARD- DAY 35

Veda comes running out of the building and across the street, as Mildred follows. She sees her cut through a church courtyard, with benches and sycamore trees, on her way to the car. Near a small stone fountain she catches up to her.

MILDRED
Veda!

Veda stops, dropping her head, as Mildred approaches. Then all at once Veda swings around, her face streaked and red.

VEDA
Oh, Mother...!

MILDRED
Darling, what is it?

She speaks in explosive jerks, piecing together her emotions.

VEDA
I was so afraid--he wouldn't take me... And then--he wanted me. He said I had something--in my head.
(stumbling closer)
Mother--in my head!

Mildred, overwhelmed, takes Veda's hand and squeezes it, almost breaking into tears herself. Then she pulls her into her arms and hugs her with all her might.

36 INT. GLENDALE RESTAURANT - DAY 36

Bert is finishing up a plate of lunch as Mildred shares her news, hungry for the kind of interest only Bert can bring.

MILDRED
Oh, Bert, I wish you could have been there. Just to see her face. And what it meant to her.

BERT
You always said Veda was artistic, Mildred. I just always thought it ran in families, that kind of thing.

36 CONTINUED: 36

MILDRED
It has to start somewhere.

BERT
Well, you were right, goddamn it. And if it's like this guy says, and she has talent in her head, what's wrong with that? Who cares if she can tinkle the keys or not. Is that what made Irving Berlin a millionaire?

MILDRED
Irving Berlin? I thought she was going to be a classical musician--a virtuoso.

Arline comes over with a percolator and refills Bert's coffee. Mildred, content, closes her eyes and breathes deeply.

BERT
Thanks, doll.

MILDRED
Bert, can I ask a favor?

BERT
Anything.

MILDRED
I want to borrow the piano at Mom's.

BERT
Borrow it? You know they'd be only too glad to-

MILDRED
No. I don't want it as a gift. It would just be for a little while. See, I want to get Veda a piano myself. But the kind of piano she ought to have, I mean a real grand, costs eleven hundred dollars. They'll give me terms, but I shouldn't be taking on any more debt, not just now. The restaurant's doing fine, but it's still the pie business that covers me.
(MORE)

TB

36 CONTINUED: (2) 36

MILDRED (CONT'D)
So what I'd like to do is open a special account, down at the bank, and keep putting in, I know by Christmas I can manage it.

BERT
Sure thing, Mildred. I'll call Ike and see if we can't get that piano carted over sometime this week.

MILDRED
Thank you, Bert.

Again, the busy swirls of RACHMANINOFF are on the rise (RHAPSODY ON A THEME OF PAGNINI):

37 INT. MILDRED'S CAR - POLO FIELD - DAY (MARCH, 1933) 37

MUSIC continues as Mildred drives into the polo field, slowing down to park outside an enormous stable. *

38 EXT. STABLE/POLO GROUNDS - CONTINUOUS 38 *

Mildred emerges through the grand stable doors and stops to search the crowds. The game has ended and the high-toned attendants have begun to disperse, returning to their elegant cars, parked along the perimeter of the field. A group of patrons huddles around a radio in a gazebo-like bar area listening to FDR's INAUGURAL ADDRESS. * * * * * *

Across the way, she spots Monty, in uniform, riding up to Veda's group and blessing them with a few words. He says something to Veda, and they each look off in Mildred's direction. Mildred gives a small wave when they spot her, and Monty tips his cap in reply. Then he nods a quick goodbye to the others and rides off to rejoin his team. Mildred smiles at the scene in spite of her instinctive exclusion, as tony men and women return to their cars and Veda makes her goodbyes. *

38A EXT. STABLE/POLO GROUNDS - MOMENTS LATER 38A *

Veda and Mildred are returning to Mildred's car, arm and arm. *

RACHMANINOFF soars as they start off, leaving the green, sunny kingdom behind. *

We hear:

ROOSEVELT (ON RADIO)
...Let me make it clear that the banks will take care of all needs--

39 INT. GLENDALE RESTAURANT - KITCHEN - DAY 39

Roosevelt booms from the kitchen radio, as the staff sit gathered to listen. Mildred and Lucy stand a moment watching, then turn away toward the dining room.

39 CONTINUED: 39

ROOSEVELT (ON RADIO)
--and it is my belief that hoarding during the past week has become an exceedingly unfashionable pastime.

LUCY
So you got any plans for Repeal?

MILDRED
Repeal? You mean of Prohibition?

LUCY
Yea, just that. He already made beer legal.

MILDRED
(starting out the door)
Why--I don't see how it affects me.

LUCY
(following)
Honey, you kiddin' me? It affects you plenty.

40 INT. DINING ROOM - CONTINUOUS 40

Mildred starts setting tables as Lucy continues.

LUCY
You may not have heard but folks out there are getting crazy for a drink--a decent drink out in the open without a secret password and some yegg with his face in a slot. You think your trade's going to stick by you just because they like your chicken and want to help a plucky little woman get along? Like hell they will. When they find out you're staying dry, they're going to tag you for a back number and go where they can get what they want.

MILDRED
What--You think I should sell <u>liquor</u>?

LUCY
It'll be legal, won't it?

40 CONTINUED: 40

MILDRED
I wouldn't even consider such a thing.

LUCY
Why not?

MILDRED
Do you think I run a saloon?

LUCY
Mildred, it's not going to be like it was in the old days. It's going to be respectable, and it's going to put the restaurant business back on its feet. You're lucky to get 85 cents for your dinner these days. If you sold it with a drink you could get a buck, or a buck and a quarter.

MILDRED
But I don't know the first thing about liquor.

LUCY
Well I do. You might say Ike has a vested interest in the industry. So listen to this. You put in the booze, and I'll run it for you... for a straight ten percent of what I take in, plus tips, whatever there are, and whatever I'm not too proud to pick up. And believe me, baby, I'm not proud.

MILDRED
(laughing at the image): You? A bartender?

LUCY
Why not? I'd be a damned good one.

MILDRED
And how much would all this cost me? In your expert opinion?

LUCY
Five hundred, tops--for bar, construction, furniture--plus the liquor.

40 CONTINUED: (2) 40

MILDRED
Five hundred dollars? Oh, Lucy, I don't know.

LUCY
I thought you were going gangbusters. This place is packed every night.

MILDRED
It's not that simple--I've got loans. There's Veda's piano to think about. I've still barely made a dent. And then there's Monty.

LUCY
Monty? He's flush!

MILDRED
He looks it enough. The truth is, Lucy, most of his assets were impounded. Just last month. The growers, the farmers that raise the fruit, they all signed up with the Exchange. Every dime was in that fruit company. He's had to put his house on the market.

LUCY
I had no idea. And you...?

MILDRED
I help out. It's only temporary. He'll land on his feet.

LUCY
Well I'll be.

The two women share a moment of thought.

MILDRED
So I've really got to do this?

LUCY
It's what I'd do.

41 INT. SPEAKEASY - NIGHT 41

Mildred and Monty sit in the dark crowded club, watching the dance floor. Mildred is pensive, Monty more relaxed.

41 CONTINUED: 41

MONTY
That's Robert Mackey over there. I tell you, if that church mouse is in here Prohibition really has ended. Your Frankie was right.

MILDRED
I don't want to talk about it.

MONTY
What is it--eighty per cent profit per drink? Happy customers? I don't see the question.

MILDRED
Wally says I don't have a choice. I just... well now I... You didn't say anything to Veda, did you? About the piano? I can't stand the thought of disappointing her.

MONTY
Not a word.

MILDRED
Truly?

MONTY
Scout's honor.

MILDRED
Let's get out of here.

Monty gestures for the check.

42 INT. GLENDALE HOUSE - MASTER BEDROOM - LATER 42

Monty sits in bed with a cigarette and newspaper as Mildred, in a dark mood, talks to him from inside the bathroom.

MILDRED
Could you just run her by tomorrow after practice? She knows exactly what she needs. I won't have time before Sunday.

Mildred walks out in her slip, and goes to the closet to hang up her dress.

42 CONTINUED: 42

MONTY
She doesn't need a new dress to see my mother.

MILDRED
It's not just for that.

MONTY
Then where?--Quick sup at the Pie Wagon or home sweet home?

She sits on the bed and fishes through her purse.

MILDRED
Not the Pie Wagon--why do you have to call it that? Yes. Take her to dinner and I'll meet you after the rush. (she turns, handing him a $20): For dinner. And gasoline.

MONTY
(touching his forehead with the bill)
Your paid gigolo thanks you.

MILDRED
(with a short, sour look)
I don't think that's very nice.

MONTY
It's true, isn't it?

MILDRED
Is that the only reason you came here?

MONTY
Not at all. Come what may, swing high, swing low, you're still the best piece of tail I ever had, or could imagine.

He adds a raspy little laugh, grabs his glass, and starts for the door. Mildred speaks without turning, in a low measured voice.

MILDRED
Monty, suppose you go home.

MONTY
(stopping)
What? What's the matter with you?

TB

42 CONTINUED: (2) 42

MILDRED
I think you know.

MONTY
Well, by all that's holy--I don't know!

MILDRED
I told you to go.

MONTY
Baby, let's be straight here. The time to worry is when those kinds of feelings go bust, not when they're going strong. I was just paying you a compliment. What you didn't like was how.

MILDRED
(half-turning)
If you told me that, and intended it as a compliment, it might have been one, I don't know. (starting up): But when you tell me that, and it's the only thing you have to tell me, then it's not a compliment--no. It's the worst thing anyone could say.

She walks past him out of the room.

43 INT. LIVING ROOM - CONTINUOUS 43

Monty saunters after her into the living room, still holding his empty glass, and pauses by the bar.

MONTY
I get it. You want the I-love-you scene.

MILDRED
I want you to go.

She sits down, half-turned from him, as he shakes his head, addressing her like a child.

MONTY
We're talking about words. I'm not a poet. I say something my own way, and wham you go moral on me.(he refills his drink): It's a pure question of communication, and-

43 CONTINUED: 43

MILDRED
That's a lie.(squinting back at him) All I am to you is a piece of tail. And now that you're in my debt, you had to say what you said, to get even. It's not a surprise. I've known it all along. Why don't you just admit it, Monty? You look down on me because I work.

MONTY
You're mad.

He turns and starts walking into the den. Mildred rises, pursuing.

MILDRED
No. You look down on everybody that works. But I got news for you. You're the one that's going to have to start working-

MONTY
(sticking his head out)
Of course I'm going to work!

MILDRED
Ha-ha. When?

MONTY
(going back in)
As soon I get the damned house sold, and that whole mess straightened out.

MILDRED
Oh, Monty, you make me laugh!
(walks to the bar, starts pouring a drink)
There's nothing about your house that can't be put in the hands of an agent. You'd just rather keep that address on Orange Grove Avenue, where you can cook your own eggs in the morning, and drive over to the club in the afternoon, and have your dinner here with Veda, and take your spending money from me--than go out and find a job. Who wouldn't?

TB

44 INT. DEN - CONTINUOUS 44

Monty surprises her, standing near the door with a sunny smile.

MONTY
Sure. (then, softer and seductive): I don't know anybody I'd rather take money from than you. Your paid gigolo is damned well satisfied.

He pulls her into his arms and she tries to push him away, but her struggles have no steam in them. He kisses her neck and she writhes, clutching his back. Before she knows it he's freed her from her slip and slid her onto the couch, lifting her leg and pressing onto her, as WE ASCEND, MUSIC churning.

FADE TO BLACK

45 INT. GLENDALE RESTAURANT - CHRISTMAS EVE - NIGHT 45

The busy restaurant is enjoying its Christmas festivities with a large tree and trimmings and the newly installed--and highly successful--bar trade. Lucy, in brick-red gabardine slacks and a white mess jacket with brass buttons, is a smash hit among customers. Mildred, in a smart red dress, is graciously working the room, while Veda, Monty, Wally and Bert, all dressed up, finish dinner at a corner table.

46 INT. KITCHEN - LATER 46

Mildred, already fairly tipsy, is distributing ten dollar bonuses to each of her staff--Arline, Pancho, Letty, and many new faces: her new baker, HANS, and his assistant MRS. KRAMER, her drivers, CARL and JOSIE, and new waitresses, SIGRID, EMMA and AUBREY--all carrying on in high spirits.

MILDRED
Merry Christmas to each and every one of you...

STAFF
Thank you, Mrs. Pierce... Merry Christmas, etc.

As she finishes, Hans gives Sigrid's leg a feel, and she pushes him away.

SIGRED
Stop it, Hans! Why do you have to pick on me?

46 CONTINUED: 46

HANS
(shrugs) Okay.

Hans proceeds to give Arline and Emma feels as well, whose squeals and laughter follow Mildred out the door.

47 INT. DINING ROOM - CONTINUOUS 47

The kitchen clamor rings out into the dining room as Mildred rejoins the remaining table of drinkers--Bert, Wally, and Lucy. Veda and Monty, meanwhile, sit huddled in stitches over the barnyard ruckus coming out of the kitchen.

VEDA
...over the varlets' yulabaloo!

MONTY
...Just drop on by Mildred's foot-stompin' hoe-down...!

Their jeering puts Mildred immediately on the offensive.

MILDRED
You know... if it wasn't for the labor force in this country... We wouldn't have a country without working men and women...!

LUCY
It's no use, Mrs. Roosevelt, you might as well save your-

Another round of squeals from the kitchen put Monty and Veda over the edge, and sends Mildred marching back to the kitchen door, which she swings open mightily.

MILDRED
(yelling into the kitchen)
How are people supposed to enjoy themselves with all that yelling going on?

The kitchen staff go limp, blinking back at her. The dining room the same. Mildred stands there in between, feeling a little woozy.

O LITTLE TOWN OF BETHLEHEM begins in the silence.

48 EXT. DOWNTOWN GLENDALE - CHRISTMAS MORNING (1933) 48

Glendale's storefronts, with frosted windows and hanging wreathes, stare blankly at the sunny, empty street, the lampposts decorated with candy canes.

49 INT. GLENDALE HOUSE - LIVING ROOM - CONTINUOUS 49

A box is opened and tissue parted, revealing a new pair of riding boots, which Veda begins to take out of the box.

VEDA
Ohhh, they're lovely! That's so so dear of Father!

MILDRED
Here, let me help you.

Mildred helps her try them on, kneeling beside her daughter amidst a pile of wrapping and the glow of the lighted tree. She stands up to look.

MILDRED
Oh, they look very smart.

She hands Veda a small gift from the table.

MILDRED
And this is for you, dear, from Mother.

VEDA
Best for last!
(sweetly coy)
What could it <u>be</u>? It's so <u>small</u>...

Veda starts unwrapping it.

MILDRED
It's not what I was hoping to give you, but...

Veda reveals a ladies wristwatch and stops, staring flatly. All her sparkle has gone.

MILDRED
I think it'll go nicely with school clothes as well as with-

VEDA
Thanks.

TB

49 CONTINUED: 49

She puts it down and steps away, frozen.

MILDRED
Veda?

The phone starts to ring and Veda immediately walks off to get it.

MILDRED (CONT'D)
Veda?

But all she hears is Veda's stark sunniness from the other room.

VEDA (O.S.)
Hello?... Oh, Father! I just opened them up and they're wonderful! I adore them... Like a dream! I'm wearing them right now, and I refuse to take them off--I may even sleep in them!

Mildred sighs and starts down the hall to her room.

49A INT. MAGGIE'S HOUSE - MOMENTS LATER 49A

Bert sits in the den of Maggie Biederhof's house, on the phone with Mildred.

BERT
What was that all about?

49B INT. GLENDALE HOUSE - BEDROOM - CONTINUOUS 49B

MILDRED
Oh, Bert....It's the piano. I just couldn't do it in time--With the bar this year and... one thing after another. But somebody kindly tipped her off.

BERT (O.S.)
Not me.

MILDRED
No... not you-

But she finds herself trembling, unable to speak for a moment.

49B CONTINUED: 49B

BERT (O.S.)
Hey. She's got nothing to complain about...

MILDRED
I know.

BERT (O.S.)
You'll get her the piano when you can. Is she coming later, to the cemetary?

MILDRED
I don't know.

49C INT. LIVING ROOM - MOMENTS LATER 49C

Mildred is returning to the living room, gathering up some of the wrapping. She finds Veda seated in the same spot, seething darkly.

MILDRED
(attempting lightness)
Is that everything? You know you might want to make a list so you remember who sent what-

VEDA
Christ, I hate this dump.

49C CONTINUED: 49C

Mildred looks at her a moment, then starts collecting wrapping. *

MILDRED
Is it... anything in particular that you object to?

VEDA
No, Mother--and please don't start changing things around, just to please me. No, nothing in particular--just every lousy, stinking part of it-(she heads to the bar): And if it were to burn down tomorrow I wouldn't shed a tear from the Elixir of Love, by Gaetano Donizetti, seventeen ninety-eight--eighteen forty-eight..

MILDRED
I see.

Veda picks up a pack of cigarettes Mildred keeps on hand for Monty, lights one, and throws the match on the floor. Mildred stops what she's doing and stands, furiously.

MILDRED (CONT'D)
You'll put that cigarette out and pick up that match.

VEDA
Like hell I will.

49C CONTINUED: (2) 49C

Mildred marches over, takes careful aim, and slaps Veda hard on the cheek. Veda slaps her back so fast it takes Mildred a moment to realize--and start to boil. Veda dances back a few steps in defence, taking her taunt around the room.

VEDA
Glendale, California. Land Where The Orange Tree Blows, by Ambrose Thomas. Garden Spot of the World? More like a wormhole, for grubs!

Mildred, quite familiar with Veda's repertoire, is not familiar with this last display.

MILDRED
I can only guess where that came from.

Veda plops down on the couch, facing away from Mildred.

VEDA
You're such a sap, Mother--you actually believe he would marry you?

MILDRED
Yes... if I were willing.

VEDA
Oh! Yee gods and little fishes hear my cynical laughter... If I were willing! Stupid, don't you know what he sees in you?

MILDRED
About what you see, I think.

VEDA
No--it's your legs.

MILDRED
What?... He said that? (marching over to face her): To you?

VEDA
Why shouldn't he? We're very good friends, and I hope I have a mature point of view on such matters. Really, he speaks very nicely about your legs. He has a theory about them.
(MORE)

(CONTINUED)

49C CONTINUED: (3) 49C

VEDA (CONT'D)
He says a gingham apron is the greatest provocation ever invented by woman for the torture of man, and that the very best legs are found in kitchens, not in drawing rooms. 'Never take the mistress if you can get the maid,' is how he puts it.

Veda snaps at her cigarette as she continues. But Mildred is too overwhelmed to respond, stunned by what she's hearing.

VEDA
Not that he would consider them his equals, per se. Try as he will at his slumming, his shoes are still custom made.

MILDRED
(quick--and bitter)
They ought to be. They cost me enough.

Veda is left reflecting on this, cigarette in air.

MILDRED
You didn't know that, did you?

VEDA
You buy his shoes? Yee gods and little-

MILDRED
His shoes and his shorts and his drinks and everything else he's needed over the last four months, including his polo dues. So you needn't call on your gods and little fishes, or your dates from the operas. No, Miss Pierce, it's not my legs that he likes me for, it's my money. And so long as it's that, we'll see who's the varlet and who's the boss.

Veda gets up from the couch and steps away, but Mildred follows. The haughtiness in her manner is just like Veda's.

MILDRED
You think he hauls you all over town because he likes it? No.
(MORE)

(CONTINUED)

TB

49C CONTINUED: (4) 49C

MILDRED (CONT'D)
Surprising as it may seem, he'll marry me, or not marry me, so his gentlemanly belly will have something to eat. And lo and behold, you're in exactly the same position that he's in too. (walking around to face her): And I say there'll be no more money for you, not one cent, until you take back everything you've said, and apologize for it!

Utterly disarmed and cornered, Veda reverts into a screaming fourteen-year-old, kicking the upright piano with her brand new boots.

VEDA
I don't have to apologize for ANYTHING! YOU'RE the one who ruins EVERYTHING ALWAYS!!

MILDRED
And that's the piano that you're going to practice on, until I get ready, in my own good time, to buy you another!

To this, Veda screams at the top of her lungs, then lunges savagely for the keys and begins pounding out the CAN-CAN FROM ORPHEUS. Stormy MUSIC rises up as Mildred walks to the door, grabs her coat, and as calmly as possible walks out of the house.

50 EXT. GLENDALE HOUSE - CONTINUOUS 50

Mildred marches to her car as the wind picks up, MUSIC stirring. She opens the door and tumbles inside and slams the door behind her. Inside Mildred stares out, clenched with rage, clutching her coat in her hands.

51 EXT. GLENDALE HOUSE - NIGHT 51

It's New Years Eve, 1933, and the rain is coming down in sheets, pounding against the side of the house. Through Mildred's bedroom window we can see Lucy, looking out.

52 INT. GLENDALE HOUSE - MASTER BEDROOM - CONTINUOUS 52

Mildred, dressed to the nines, is throwing a mandarin-style brocade coat over a slinky emerald gown, as Lucy hovers.

52 CONTINUED: 52

LUCY
So his phone's down. Send him a wire, baby. There's no good reason to go out on a night like this, none.

MILDRED
All things must come to an end, Lucy. I promised myself it would be tonight and it will be.

LUCY
That's all fine and good, but...

MILDRED
(grabbing her purse): I'm going. And that's all there is to it.

LUCY
(calling): Veda! Go grab your mother's trenchcoat and galoshes!

Lucy follows her out as a slow burn of MUSIC follows, setting the stage.

53 INT. CAR - LATER 53

The windshield is a watery mess in the mighty downpour, the passing lights bleary, dissolving apparitions. The figure of a traffic cop resolves and just as quickly disappears.

54 EXT. PASADENA MANSION - LATER 54

Mildred's car is snaking up Orange Grove Avenue, and finally turning up the drive to the Beragon Mansion, dimly lit from within. Monty, in dinner jacket, looks out the front door, incredulous. He returns a moment later with a flashlight and umbrella and escorts her from the car.

MONTY
I had no idea you'd show up! How the hell did you get here anyway? I thought they closed the roads!

MILDRED
How could I refuse such a rare invitation?

TB

55 INT. PASADENA MANSION - ENTRY HALL - MOMENTS LATER 55

Mildred, shaking off the wet and removing her galoshes, gets a quick look at the dark, palatial spread, almost all of it draped in ghostly cloths--rugs, furniture, even paintings.

MONTY
Pretty gloomy, huh? Not what it used to be. It's not so bad upstairs.

She follows him up the large staircase, as he hurries ahead to snap on a light.

55A INT. SECOND FLOOR HALLWAY - CONTINUOUS 55A

From the top of the grand staircase Monty leads Mildred to a smaller set of stairs that wind their way to the floor above.

MONTY *
Yep...the Beragon Brother's House *
of Beragon... has seen better days. *

MILDRED *
Is your mother...? *

MONTY *
Still in Philadelphia? Yes...It's *
just up here. *

From the landing, he leads her up a circular stairway. *

56 INT. THIRD FLOOR HALLWAY - CONTINUOUS 56

They continue down a long hallway to a tiny apartment. *

MONTY *
...her bank stock was assessable. *
And the depositors, they want their *
money. So until the tide turns... *
Here we are. *

57 INT. SERVANT'S QUARTERS - CONTINUOUS 57

A friendly fire warms up the servant's quarters, with its dark wood walls and its battered, hand-me-down warmth.

MONTY
My humble abode.

57 CONTINUED: 57

MILDRED
Why it's--quite nice actually.

MONTY
Servants quarters, really, but I liked having a little fire--and they seemed cozier, somehow.

Mildred removes her trench and unpins her gown. Monty smiles approvingly.

MONTY (CONT'D)
Get a load of you. Such grandeur deserves a drink.

He steps into the adjoining room to make them.

MILDRED
Shouldn't we wait for the Ewings?

57 CONTINUED: (2) 57

MONTY (O.S.)
The--who?

MILDRED
Isn't that their name?

MONTY
(leaning back in)
Mildred. There aren't going to be any Ewings. Or any Biltmore. What's gotten into you?

MILDRED
What do you mean? It's New Year's Eve.

MONTY
Can't you see there's a storm going on? A real neckbreaker?

MILDRED
I didn't see any storm.

Monty sighs, shakes his head, and returns to the drinks.

MILDRED (CONT'D)
Well. If that's the case I'm going home. I'm certainly not in the mood for this.

MONTY (O.S.)
I don't know what's gotten into you. There's really only one decision you'll be making tonight...

He returns, with drinks.

MONTY (CONT'D)
Red pajamas or green pajamas.

MILDRED
Nope. I'm going home.

MONTY
Well. In case you change your mind, I'll leave the green pajamas out right next to your drink and you can-

MILDRED
I haven't left yet.

57 CONTINUED: (3) 57

MONTY
Of course you haven't. I'm inviting-

MILDRED
How could you go and tell her those things?

Monty stops, looking back at her in astonishment.

MONTY
Tell whom what? If you don't mind my asking?

MILDRED
You know perfectly well what I'm talking about. How could you say such things to that child? And who gave you the right to talk about my legs anyhow?

MONTY
Everyone else does. Why not me?

MILDRED
What?

MONTY
And that's how you like it. If it wasn't, why you wouldn't have your skirts taken up every time you-

MILDRED
I don't care what you think--It's no conversation for a child!

MONTY
Child! Look... I don't know how it was where you came from-
(taking a seat)
-maybe the sweet young things were told by their mothers at age seventeen and were greatly surprised--but that kid? She knows. What am I supposed to do? Act like a zany when I drive off with you at night and don't bring you back until the next morning? You think she doesn't know where you've been? Hell she even asks me how many times.

57 CONTINUED: (4) 57

MILDRED
And you tell her?

MONTY
Sure. She greatly admires my capacity--and yours.

Mildred glares, enraged by his taunting, then breaks off restlessly.

MILDRED
Now I see it. I always thought it was funny she never invited any of these Pasadena people to see her once in a while. It's because you were filling her up with all this foolishness. How the best legs are found in kitchens, not in drawing rooms. She actually believes Glendale is not good enough. And that I'm not good enough.

MONTY
Oh, for God's sake, Mildred. What invitations are you talking about? My mother's? To cocktail parties I've dragged her to? Who would expect a fourteen-year-old girl to-

MILDRED
There have been plenty of others, girls her own age-

MONTY
No, actually there haven't. Girls her own age, if you haven't noticed, don't interest Veda.

Mildred, pacing now, feels the argument slipping away from her, and like Veda, she abandons logic and starts to scream:

MILDRED
You've set her against me! I don't care a bit for all your fine talk-- you've set her against me!

MONTY
You want to know why Veda never invites anybody to that house of yours? You want to know why nobody ever goes there?

57 CONTINUED: (5) 57

MILDRED
No I don't. I'm going home.

She starts for her things but Monty intercepts.

MONTY
Because you're afraid to have people come over, what would you do with them--you haven't got the nerve!

He pushes her into a chair, eyes dancing. She looks at him paralyzed.

MONTY (CONT'D)
Doesn't it strike you as funny? That Veda has a hundred friends--here, there, everywhere she goes, and that you haven't any? No, I'm wrong--you have one. That bartender. And that's all. Nobody ever gets invited to your house, nobody-

MILDRED
What are you talking about? How can I give parties, or invite people, with a living to make, with a business-

MONTY
Living, my eye! That's your excuse! Because nobody but a varlet would give a second's thought to what you've been talking about tonight. See once I thought I was mistaken, that maybe you were a lady after all. That was when you handed me that first $20 bill, and I took it. You see a lady wouldn't care--But you... before I'd borrowed even fifty bucks you had to go and make a chauffeur out of me. To get your money's worth. And rub it in. Well no more. I've taken my last dime off you, Mildred, and God willing, before my sun goes down, I'll pay back every cent of it.

Enraged, Mildred takes a $10 bill out of her purse and throws it at his feet.

57 CONTINUED: (6) 57

He picks it up with the fire tongs and drops it in the fire. When the flame flares up he mops his face with a handkerchief and backs into a chair.

They both stare into the fire, not moving, not saying anything. Mildred begins to sink deeper into her seat. She glances over at him, but he doesn't look at her. He looks tired, with a hint of middle age creeping into his face. She looks off again, devoured by a sudden sadness. She takes a large swig of her drink and looks down.

Suddenly Monty bangs his fist on the arm of his chair.

MONTY (CONT'D)
What this needs is the crime of rape!

He gets up and goes over to her, scooping her into his arms.

58 INT. BEDROOM - MOMENTS LATER 58

MUSIC joins as he dumps her down on the hummocksy bed. He peels off her brocade coat and suddenly all she wants is for him to rip her dress from her body. Instead he fumbles with the zipper. She starts to assist him and then she stops. She looks off, darkly, freezing up. She sits up, pushing him off.

58A INT. LIVING ROOM - CONTINUOUS 58A

She grabs her coat and purse and starts running.

59 INT. THIRD FLOOR HALLWAY - CONTINUOUS 59

She runs down the hall. Rushing after, chasing her down the hall, is Monty.

59A INT. ENTRY HALL/STAIRS - CONTINUOUS 59A

Mildred comes down the great staircase running towards the front door. Monty arrives at the top of the stairs, yelling for her to stop.

60 EXT. BERAGON MANSION - CONTINUOUS 60

MUSIC storms as we see Mildred go tearing out into the rain and into her car. Monty rushes out the front door yelling after her.

MONTY
Mildred! Don't be a fool! Not in this storm--don't be a damn fool!

TB

60 CONTINUED: 60

But she's started the car and turned on her lights and is now lurching down his drive toward Orange Grove Avenue.

61 INT. MILDRED'S CAR - LATER 61

Mildred forges through the black flooded streets in a trancelike state of reckless determination, squinting through the coated windscreen and the misty smear of her headlight view. She dodges fallen trees and sudden rushes of water.

She approaches Eagle Rock by a side road full of rubble. She goes down it in tiny fits and starts, then sees the black open road ahead.

She drives straight for it, picking up speed, until she realizes she's driving into a vast black pool--and slams on her brakes. But it's too late: the car slides right in. The lights and motor go off. When she looks down and finds her feet submerged in small black puddles--she screams.

62 EXT. GLENDALE HOUSE - LATER 62

We see a police car creeping slowly through the rain, pulling to a stop at Mildred's address. A bedraggled figure, wrapped in a blanket, is escorted from the rear by one of the cops--it's Mildred, wringing wet and exhausted. The porch light goes on and the front door opens, with Veda joining Letty at the door. Letty screams.

VEDA
Mother! Oh, Mother!

The cop stops and Mildred slogs the remaining distance to the door, too exhausted to explain or reassure. All she can murmur is:

MILDRED
Tomorrow you get your piano.

Veda turns as her mother passes, back to safety and home.

HARD CUT TO BLACK

END

TB

MILDRED PIERCE

PART 4

A Film In Five Parts Based On The Novel by James M. Cain

Written by

Todd Haynes & Jon Raymond

First Production Draft - February 10, 2010 (White)
Second Production Draft - February 23, 2010 (White)
Third Production Draft- March 19, 2010 (Blue)

TB

MILDRED PIERCE: PART FOUR

1 EXT. COASTLINE - LAGUNA BEACH - DAY (SPRING, 1937) 1

The sun twinkles on the ocean.

A gleaming black Buick comes cruising down the highway, slowing down at the foot of a small hill, and turning up a drive. It pulls up to a large handsome home on a bluff with a FOR SALE sign posted outside. Mildred and Lucy step out of the car, take in the view and start up the drive to the property.

2 INT. LAGUNA PROPERTY (RESTAURANT) - MOMENTS LATER 2

Mildred and Lucy walk the grounds of the spacious wood-panelled home, framed by large windows overlooking the ocean. Lucy follows as Mildred leads, each scanning the space as they go, not saying anything. Finally Mildred leads her to a room which opens on to a veranda that circles the house.

MILDRED
And out here.

3 EXT. VERANDA - CONTINUOUS 3

The extended deck looks out over the beautifully curving coastline. There's plenty of room for tables and surrounding landscaping. Mildred finally stops and faces Lucy. She has aged some in the ensuing years: the glow in her face has subdued and she carries a few extra pounds around her middle.

MILDRED
Well?

LUCY
It's something, all right. I'll give you that much.

MILDRED
The rent is almost nothing. The beach down there, it's no good for swimming, so the property is a turkey for residential use.

LUCY
Expensive grounds to keep up.

(CONTINUED)

3 CONTINUED: 3

MILDRED
But Laguna's coming up, Lucy. It's not just summer trippers here anymore. It's year round residents.

LUCY
I know it. I been doing some checking up myself. But, kid, are you really sure you can swing this? You just opened a second place in Beverly! Not to mention who you plucked to run the joint, why-

MILDRED
(for the umpteenth time)
I told you, the luncheonette idea was Ida's from the start--it was her idea to expand on the pastry business, it was her idea to bring in the movie crowd- *

LUCY
I know--I heard it. Save it for the jury.

MILDRED
But look at this place, Lucy. Tell me you don't see something. 30 dollars a week and one percent of the profits. You and Ike can take the upper part of the house, light, heat, water, food--all furnished.

LUCY
Oh, shut up, will you for God's sake shut up?

MILDRED
Is that a yes?

LUCY
Listen, baby, it's halfway between L.A. and San Diego, right on the main line, and Ike's still got his trucks.
(MORE)

3 CONTINUED: (2) 3

LUCY (cont'd)
It's the first honest-to-God's chance we've had to get started again, in a legal way, since--well, you know. You want me bawling on your shoulder?

MILDRED
Good. Then it's settled.

They start back toward the car, walking around the veranda and down a deck stairway.

LUCY
But we're not doing chicken.

MILDRED
What do you mean?

LUCY
You think these loafs come all the way to the ocean just to eat chicken? Not if I know folks. No, what they want is a shore dinner--fish, lobster, and crab--so that's what we're giving them. And that's where we make the dough, because fish is cheap. But we also give 'em a little variety, so we offer steak, right from our own built-in charcoal broiler.

MILDRED
Well, Lucy--it all sounds grand, but... do you know anything about steaks? Or fish?

LUCY
I'll learn. You're seeing Ida in Beverly today?

MILDRED
I am.

LUCY
Good. Tell her she's got competition.

MUSIC picks up as they start back to the car.

4 EXT. BEVERLY RESTAURANT - DAY 4

WE FOLLOW Mildred walking with Ida down a Beverly Hills block, passing upscale SHOPPERS. They approach Mildred's new Beverly restaurant, a festive luncheonette emblazoned with the name: "**Mildred's**". Beneath the MUSIC we can just make out the excited earful Ida's giving her.

IDA
Mildred, I tell you, I got a lunch trade almost like the Brown Derby, and a college trade right after that--all these young, refined kids on their way home from Westwood-- Then I got my tea trade with the ladies, plus a dinner trade--I even got a late crowd. From noon until midnight I got business. And the take-out trade from those people, it's enough to take your breath away.

MILDRED
So we did alright this week?

IDA
(opening the door for her)
I'll show you how good.

5 EXT. PIE ANNEX - LATER 5

MUSIC continues as a sign is being painted outside an old adobe creamery. It reads: **MILDRED PIERCE, INC. - BAKERY ANNEX.** Mildred is walking Wally out the door as Hans, the baker, struggles to direct several WORKMEN in the process of transporting equipment and furniture from the Glendale restaurant, across the street, into the new building.

MILDRED
It used to be an old creamery--but I had my eye on it from the day we opened.

HANS
Do not drag it!... Watch the car!...

5 CONTINUED: 5

MILDRED
It's amazing Wally--between Glendale, Laguna about to open, and Beverly on a roll, it's the pies that keep it all afloat. I never would have known.

WALLY
You got a quality outfit. Which brings me back to my point.

MILDRED
You think I should incorporate.

They start across the street.

WALLY
Let's put it this way. With all you got juggling, I'd say that old woman in Long Beach should have you pretty worried by now.

MILDRED
Now remind me again about the old woman.

WALLY
She's the one out there crossing against the lights, who your driver barely grazes, so she's not hurt a bit. But when she finds out you've got three restaurants... you're in the soup, big time.

6 EXT. GLENDALE RESTAURANT - CONTINUOUS 6 *

Sigrid is coming out the front door of the restaurant as they approach. *

MILDRED
Sigrid!--Pardon me a second, Wally. (to Sigrid): I need you to set up that call with the zoning regulators about the annex. We've got to get those plans cleared.

SIGRID
I just spoke with them, Mrs. Pierce, and they say it's all right. Just as long as no external advertising.

MILDRED
Fine. Thank you, Sigrid. Would you let the contractor know?

SIGRID
Yes, Mrs. Pierce.

Following her out is MRS. JAECKEL, Mildred's new bookkeeper, approaches armed with a hefty ledger. * *

MILDRED *
(consulting her watch)
I'm sorry Mrs. Jaekel. We'll have to go over those books tomorrow!

MRS. JAEKEL
Yes, Mrs. Pierce.

They continue walking to Mildred's car in the parking lot, where Tommy stands at attention. *

WALLY
Sigrid, huh?

MILDRED
Hands to yourself, Wally. You were saying?

WALLY
Well it also works the other way around--after those five people get ptomaine poisoning from the fish at the new joint, or say they did.
(MORE)

(CONTINUED)

TB

6 CONTINUED: 6

WALLY (cont'd)
You incorporate, and your personal property is safe. From anyone.

MILDRED
Okay. You sold me.

WALLY
Insurance, too. Call me tomorrow.

MILDRED
Will do.

WALLY
Adios, boss.

7 EXT. GLENDALE HOUSE - DAY 7

Mildred hurries from the car to the front door, propelled inside by the muted tones of piano cascading within (SCHUMANN'S DAVIDSBUENDLEERTAENZE, OP.6, 4). *

8 INT. GLENDALE HOUSE - CONTINUOUS 8

Inside the house thunders with MUSIC as Veda sits before a gorgeous grand piano, practicing. Mildred removes her shoes and tiptoes past her, careful not to interrupt. There, bent over the keys, is VEDA (age 17), arms pounding triumphantly. *

9 INT. BEDROOM - MOMENTS LATER 9

The MUSIC reverberates through the walls as Mildred lies down on the bed and closes her eyes, basking in the sounds of her own pride and joy. Business is good. Veda is happy. Monty is gradually being forgotten. And the music thunders on.

She hears the phone ring from the other room and starts to get up. But the piano playing stops, followed by the muted tones of Veda's voice. Mildred, sensing trouble, rises.

10 INT. LIVING ROOM - CONTINUOUS 10

We are reentering the room, nearing Veda who stands with her back to us, on the phone in the den.

VEDA
No!... And where did you say?--on the street?... Oh, Mrs. Hannen, you poor, poor, dear.
(MORE)

(CONTINUED)

TB

10 CONTINUED: 10

VEDA (cont'd)
Is there anything at all we can do?... Yes... I see... Well please do give him our very best... Yes... And thanks so much for calling. Goodbye, Mrs. Hannen.

Veda hangs up the phone and crumples into the nearest chair. Though clearly upset, we can see the precocious child has become a budding 17-year-old, with a rounded figure and cunningly beautiful face.

MILDRED
What is it?... Veda...?

VEDA
Mr. Hannen, he... he's had a hemorrhage. Walking home from his studio. And somehow the ambulance doctor made a mess of it--had him lifted by the shoulders or something--so it's much worse than it might have been. Mrs. Hannen was in hysterics about it-

MILDRED
Of course she was. We must go there. At once.

VEDA
No. He's all packed in ice-cubes at the hospital, and they give him some kind of gas to inhale. It's just hell.

MILDRED
Oh, Veda. I'm so sorry.

VEDA
It's bad, Mother. He knew it was coming on. He had two or three little ones before this happened. I could tell from the way she was wailing over the phone that it's bad... And what am I supposed to do now, without that damned he-bear to knock me around?

Mildred takes her in her arms, both chuckling sadly, as MUSIC rises.

TB

11 EXT. CEMETARY - DAY 11 *

Hannen's funeral is just breaking up. We see Mildred and Veda dressed in black, giving their condolences to MRS. HANNEN and starting off down the sloping graveyard.

12 EXT. CEMETARY - RAY'S GRAVE - LATER 12

Mildred is gently setting down a mourning bouquet, grazing the stone softly with one finger. Veda stands behind her, looking pale and shell-shocked. The grave reads simply: **OUR LITTLE ANGEL/MOIRE ELIZABETH PIERCE/1925-1931**

Mildred stares at the name, "Moire", on the stone, and reflects aloud, as much to Veda as to herself.

MILDRED
We never knew it was pronounced Moyra. Until the priest pronounced it that day. Miss Hicks, the astrologist, sent it over with her chart, like she did with your name.

Veda, draped in thought, appears miles away.

VEDA
(quietly)
You were in Santa Barbara that day.

MILDRED
What day?

Veda, disturbed, turns and starts walking off.

MILDRED
Veda? Darling?

13 INT. MILDRED'S CAR - DAY 13

Reflections pass over Veda's face as she stares out blankly at the passing streets. Mildred, seated beside her, looks on lovingly, finally breaking the silence.

MILDRED
Dear, I know you were very fond of him, and he was a fine man, but these things happen, after all, and...

TB

13 CONTINUED: 13

VEDA
Mother. It isn't that I was fond of him. Not that I didn't love the shaggy brute. To me he'll always be the one and only, and--oh well, never mind. But--he taught me music, and...

MILDRED
Well, there are other teachers.

VEDA
Yes, about seven hundred fakes and advertisers in Los Angeles alone, and I don't know one from another, and besides-

MILDRED
Can't you make inquiries?

VEDA
(slow, thoughtfully)
No... There's one man here, just one, that Hannen had some respect for. His name is Treviso, Carlo Treviso. He's a conductor. He conducts a lot of those operas and things out at the Hollywood Bowl, and on the radio. I don't know if he takes piano pupils or not, but he might know of somebody.

MILDRED
Do you want me to call him up?... (no response): Veda?

VEDA
All right. Yes. Call him up.

14 INT. TREVISO'S STUDIO - ANTEROOM - DAY 14

The colorful Italian stands like an oil painting, dressed in a gray suit with black piping on the waistcoat, near the desk of his RECEPTIONIST--a short, round Italian woman. Mildred and Veda sit opposite. From an adjoining room competes a bedlam of musical noise: tenors vocalizing, pianists running dizzying scales, violinists sawing briskly in double stops.

TREVISO
Poor Charl'. I first know Charl', was in 1922.
(MORE)

(CONTINUED)

14 CONTINUED: 14

TREVISO (cont'd)
We make tour of Italy together, just after Mussolini come in. I play Respighi program wit' orchest', Charl' play Tchaikovsky concerto. Ah, the Hannen tone, so bright, so subtle--You come?

He escorts them through the door, into his actual studio.

15 INT. TREVISO'S STUDIO - CONTINUOUS 15

A great grand piano stands near the windows and the furniture matches it in size and elegance. Covering the walls are hundreds of photographs, classical artists so famous even Mildred had heard of some of them. They sit, as Treviso continues.

TREVISO
How many years you wit' Charl'?

VEDA
Two years.

MILDRED
Over two.

TREVISO
Any recital? Performance?

VEDA
No, not...

MILDRED
She's extremely gifted.

TREVISO
So I listen a you play.

VEDA
Now?

TREVISO
Yes, now.

VEDA
Of course.

Veda stands and walks over to the piano and sits down on the bench. She collects herself a moment, then with a grim face launches into the BRAHMS RHAPSODY. Mildred sits back, waiting for the praise Mr. Treviso will surely bestow.

15 CONTINUED: 15

Treviso wanders over to the window and looks down at the street. At the slow part of the piece he turns as though to say something but doesn't. Then, at the fast part, he saunters back over, takes hold of the piano cover and, elaborately giving Veda time to remove her hands, closes the piano. In the bellowing silence that follows he goes to the far corner of the studio and sits down, a ghastly smile on his face.

When Mildred looks back at the piano again Veda is gone-- already running out the door. Mildred jumps up, glaring back at Treviso.

MILDRED
How could you?

Mildred follows out the door into the din but Veda is already running down the stairs.

MILDRED
Veda!

16 INT. GLENDALE HOUSE - KITCHEN/LIVING ROOM - DAY 16

Letty looks up from the kitchen just as Veda goes tearing down the hall to her bedroom, slamming the door behind her. She steps out into the living room as Mildred enters, marching down the hall to Veda's room.

MILDRED
Veda? Darling?

She tries Veda's door but it's locked and begins knocking.

MILDRED
My goodness, Veda. Open the door.
It was inexcusable how he behaved.
Why won't you talk to me?... Veda?

LETTY
What's the matter?

MILDRED
It's nothing.

But suddenly fearful, Mildred looks off, toward the kitchen.

17 INT. KITCHEN - MOMENTS LATER 17

CLOSE on the contents of a kitchen drawer as Mildred searches for a key, Letty standing by. She finds it and goes hurrying back down the hall.

18 INT. HALLWAY - CONTINUOUS 18

Mildred hurriedly inserts the key, turns the lock and swings open the door.

19 INT. VEDA'S ROOM - CONTINUOUS 19

Inside, she finds Veda lying on her bed, staring at the ceiling. Mildred, relieved and then annoyed, goes to open the window for some air.

MILDRED
Well, my goodness, you don't have to scare everybody to death.

VEDA
Mother, if you say my goodness one more time I shall scream, I shall simply scream!

MILDRED
Veda, darling, he's only one instructor-

VEDA
(in a rasping whisper)
You can kill it--you can kill it right now--you can drive a knife through its heart--so it's dead--you can forget you ever tried to play the piano--you can-

MILDRED
Well, my g--well, for heaven's sake, the piano isn't the only thing on earth. You could--you could write music.

VEDA
Oh, you damned, ridiculous--are you trying to drive me insane? Yes, I could write music.
(MORE)

19 CONTINUED: 19

VEDA (cont'd)
I could write you any goddamn piece of music you please--a waltz, motet, a cornet solo, with variation--you name it, I can write it. And not one note of it will be worth the match it would take to burn it. You think I'm hot stuff, don't you? You, lying there every day, dreaming about rainbows. Well, I'm not. I'm just a Glendale Wunderkind. And there's one like me in every Glendale on earth--every one-horse conservatory, every tank-town university, every park band. We can read anything, play anything, arrange anything--and we're no damn good. Punks. Like you. God, now I know where I get it from. Isn't that funny? You start out a Wunderkind, and end up just a goddamn punk.

MILDRED
Well, if that's the case, it certainly does seem peculiar that he wouldn't have known it. Mr. Hannen, I mean. And told you so. Instead of spending-

VEDA
You think he didn't know it? And didn't tell me? He told me every time he saw me--my tunes stunk, my playing stunk, everything I did stunk--but me, he liked. 'Cause he saw how I felt about it. Christ, that was something, after living with you all my life. So we went on with it. And maybe, just maybe, Old Man Maturity might help out, later on. Like hell he will! In this racket you've either got it or you don't, and--will you wipe that stupid look off your face and stop acting as if it was somebody's fault?

MILDRED
It certainly would seem, after all that work-

19 CONTINUED: (2) 19

VEDA
Can't you understand anything at all? They don't pay off on work, they pay off on talent! I'm just no good! I'M NO GODDAMN GOOD AND THERE'S NOTHING YOU CAN DO ABOUT IT!

A shoe whizzes past Mildred's head.

20 INT. KITCHEN - EARLY EVENING 20

A shadow of MUSIC falls as Mildred and Letty quietly complete a dinner tray for Veda, Letty setting a napkin and silverware and Mildred adding a flower in a vase. Then Mildred takes the tray from Letty and starts down the hall to Veda's room.

21 INT. HALLWAY - CONTINUOUS 21

MILDRED
Veda?

She knocks softly on the door but there's no answer. She gently turns the knob and peeks inside.

22 INT. VEDA'S ROOM - CONTINUOUS 22

Veda lay fast asleep in bed, fully clothed.

Mildred looks down at her gravely, tenderly, and sets down the tray on the night-stand.

23 INT. GLENDALE HOUSE - MASTER BEDROOM - DAY 23

Mildred roams her bedroom on the phone with Bert. Classical music drifts from the radio in the den.

MILDRED
Oh, Bert, she was devastated. I've never seen her so crushed. She still can barely look me in the eye.

24 INT. MAGGIE'S HOUSE - DAY 24

BERT
Gotta be rough. After all the time she put in on that thing. Boy oh boy.

MILDRED (O.S.)
I just wish that there was something I could do.

BERT
She'll snap out of it. Veda's no patsy.

25 INT. GLENDALE HOUSE - MASTER BEDROOM - CONTINUOUS 25

MILDRED
I do believe there's something inside her, though... I don't care what anybody says-

The radio switches abruptly to jazz, and the volume jumps.

MILDRED
Veda!... Veda? (into receiver): I'm sorry, Bert...

26 INT. LIVING ROOM - MOMENTS LATER 26

As TOMMY DORSEY'S BOOGIE WOOGIE chugs away we see Mildred returning the phone to the nook in the hall and stepping into the den to turn down the radio. As she emerges from the den, Veda has returned from the kitchen with a fresh glass of tomato juice. She picks up a magazine off the coffee table.

MILDRED
(sighs)
Honestly, Veda. You know they're not the only teachers in Los Angeles.

VEDA
What?

MILDRED
You're perfectly capable of going on with your music, whether the great masters like it or not.
(MORE)

26 CONTINUED: 26

MILDRED (cont'd)
Battles aren't won by quitting, after all.

Veda ignores her from the couch, apparently glued to her magazine.

MILDRED
And you are talented. Whether it's concert piano or not, you certainly have talent. And looks, my goodness. Well, you've always had a lovely figure... Or you could still enter one of the local schools, like Marlborough, and prepare for college.

VEDA
I'm a little old, Mother, for rolling a hoop.

MILDRED
(somewhat defeated)
Well at least call up some friends and have a little party. Gloria Sedgewick or Kitty? You could have it at Laguna, if you didn't want to do it here. I can tell Lucy to fix up one of the rooms with a special table, and there's an orchestra we can get--you can dance or do whatever you want.

VEDA
(dragging herself up, back to her room)
No, Mother. I don't want an orchestra. Thanks, just the same.

Mildred sighs.

27 INT. KITCHEN - MOMENTS LATER 27

Letty is doing dishes. Mildred begins putting them away.

LETTY
She doesn't want to see them people.

MILDRED
What people?

27 CONTINUED: 27

LETTY
Them Pasadena people.

MILDRED
What do you mean? Why not?

LETTY
After she's been Mr. Hannen's candy kid? The one that was going to New York and play the pyanner so they'd all be hollering for her? You think she's going to want to see them people now, and just be Veda?

MILDRED
Well, why not? They're her friends. They're who she should be seeing. I can't just sit by and allow her to cut herself off from the-

LETTY
Why? Why can't you leave her alone?

Mildred brushes off the advice as the phone starts to ring. She puts away a bowl on her way to answer it but the ringing stops--Veda having picked it up from the den. Mildred can just make out the strains of her voice, chatting gaily to someone on the line.

VEDA *
(barely audible) *
What... He <u>didn't</u>! <u>No</u>--why that *
petulant little rat!... *

28 EXT. LAGUNA RESTAURANT - NIGHT - (EARLY, 1938) 28

The windows are bright. A neon sign reading "**Mildred's Laguna**" and "**Cocktails**" blares in the ocean darkness.

29 EXT. LAGUNA RESTAURANT - VERANDA - NIGHT 29 *

The restaurant is up and running--and it's hopping. * Waitresses buzz among crowded tables, bearing plates of grilled steak and seafood. The bar trade thrives, centered on * the veranda, froths with lanterns, smoke and laughter. And * everywhere you turn, are fresh flowers. Mildred marvels at its airy charm and club-like gaiety as Lucy walks her through * the veranda.

29 CONTINUED: 29

MILDRED
And the flowers, Lucy--they're beautiful.

LUCY
We're running a high-class dump, Baby.
(MORE)

29 CONTINUED: (2) 29

LUCY (cont'd)
For some reason I don't understand, a guy with an old fashioned on the table likes to listen to the bumblebees.

30 EXT. LAGUNA RESTAURANT - VERANDA - CONTINUOUS 30 *

They walk past the tables, to a view of the ocean under the moon.

MILDRED
How's Ike?

LUCY
He's on call day and night. All he needed was a chance. Next week he's getting a new truck, streamlined.

MILDRED
Oh, Lucy, that's marvelous.

LUCY
'Service with a gardenia'--he's thinking of having it lettered on the side. We're living again, that's all.

MILDRED
I'm so glad. And Archie's working out?

They glance at Archie, from Mr. Chris' restaurant, grilling steaks on the grill.

LUCY
Best steak man in town, bar none. Any bum can cook fish and make money on it. But with steaks--you can't go wrong on Archie.

MILDRED
Mr. Chris never knew what he had.

LUCY
Not until we snatched him up.

The women laugh.

TB

31 INT. LAGUNA RESTAURANT - LATER 31

Mildred works the room, chatting with customers. She is a wonderful, relaxed hostess, moving from table to table. She pauses only when something outside catches her eye.

Out on the veranda, Veda enters with two YOUNG MEN, wearing a big, expensive hat and a striking dress, with powder, rouge, and lipstick on her face. Completing the ensemble is a three-quarter mink coat.

Mildred can barely take her eyes off Veda's entrance--and striking appearance--as a CUSTOMER chatters to her from a nearby table.

CUSTOMER
Denver, originally. Well, eighteen years back, if you want to be precise. And my wife, Fort Worth. Originally. But San Diego's been our home ever since and we like it just fine.

She keeps watching as her daughter sweeps into the bar, joining a dolled-up looking young woman, ELAINE (20), and orders herself a cocktail. Mildred returns to her mingling.

MILDRED
Well we sure hope you'll stop by again, next time you're headed our way.

CUSTOMER
We sure will.

32 EXT. LAGUNA RESTAURANT - VERANDA - MOMENTS LATER 32 *

Mildred is weaving her way through the bar to where Veda stands speaking to her friend Elaine. She's overtaken by three restless YOUNG MEN in suits.

YOUNG MAN 1
Okay, smarty, suppose you tell us what's hot.

YOUNG MAN 2
Yea, I didn't get all gussied up for nothing.

YOUNG MAN 1
I say we hit Ciro's or the Troc--

YOUNG MAN 2
I say we let the gals decide.

YOUNG MAN 1
Well shake a leg, whatever we do.

Young Man 3 snaps a ticket out of Elaine's hand and continues on with the others to the coat check.

EILEEN
(eyes falling on Mildred)
Thanks, puss.

Veda turns as Mildred arrives.

VEDA
Hello, Mother.

MILDRED
Veda, darling! I'm so pleased you came. And with all your friends.

VEDA
Ace job, Mother, and that ocean-view. Quite a stunner.

MILDRED
Thank you, dear.
(eyeing the mink)
Is this new? You know, you really ought to consult me first on a purchase like that.

VEDA
Oh, Mother, I just knew you wouldn't object. And I was so desperate for something new. Isn't it too divine? Oh, please, Mother, please can I keep it?

MILDRED
(annoyed, but playful)
Well... just this once-

VEDA
Oh, you wonderful dear! You're such a treasure. Come. You must meet Elaine. Elaine!

Elaine turns back with a vague smile and extends her hand.

VEDA
Mother, Elaine. Elaine, Mother.

MILDRED
Lovely to meet you, Elaine.

ELAINE
Likewise. Real nice place you got.

VEDA
Elaine lives in Beverly.

MILDRED
Ah. And what do you do, Elaine?

ELAINE
Actress.

MILDRED
Oh. What pictures have you acted in?

ELAINE
Just character parts.

MILDRED
I see...

YOUNG MAN 1
Say, let's get out of here.

Veda nods and throws back the rest of her drink.

VEDA
Mother, we're off.

MILDRED
(following her out)
Have a wonderful time. Lovely to meet you, Elaine.

ELAINE
Yeah. You, too.

At the front entrance the girls hurry out amid their four boisterous escorts. Mildred watches them disappear into the night. Their fading laughter joins the sound of revving engines, just as Lucy appears.

LUCY
I know it's none of my business.

TB

32 CONTINUED: (3) 32

MILDRED
What?

LUCY
I just think you ought to know what's been going on.

MILDRED
What?--with Veda?

LUCY
I'd say it's been half a dozen times by now. And always with that same awful girl--Arline, Eileen-

MILDRED
Elaine.

LUCY
Whatever. And not just here but Ida's, too. And other places. But with men, Mildred, all sorts of men.

MILDRED
Oh, Lucy, they're just young.

With that, Veda's car roars from the shadows, two men clinging to the running board, laughing. They careen out into the night.

LUCY
Not too young.

Lucy departs. Mildred waits as the sound of the engine and laughter fades away.

33 INT. GLENDALE HOUSE - BEDROOM - LATER 33

Mildred lies awake in bed, unable to sleep. She hears the sound of a car approaching, getting louder and slowing. But the car continues by. A few moments later she hears the sound of another, this one approaching much more quickly and then screeching to a stop out front.

Mildred lifts her head, listening. She hears a car door open and shut and some muffled voices. Soon she hears the sound of the front door opening. She hurries over to her door and peers through the crack as we hear Veda stumbling down the hall. Through the sliver view we can just see Veda slipping into her room and closing the door.

33 CONTINUED: 33

Mildred closes her eyes, relieved she's home.

34 EXT. GLENDALE HOUSE - BACKYARD - DAY 34 *

Veda lies out on a reclining chair, sunbathing with a glass of tomato juice and a movie magazine. From the front yard, Mildred approaches, just back from work, with her briefcase and purse, dressed in a new sports suit.

MILDRED
Hello...?

VEDA
(without opening her eyes)
Hello Mother.

MILDRED
You're having a lovely day, I see.

VEDA
Feel like hell.

MILDRED
Were you out late again?

VEDA
I suppose I was.

MILDRED
Well... (uncomfortable, disconcerted by Veda's closed eyes): You know, I was talking to Mrs. Gessler not long ago. And she said you and your friends have been-

VEDA
(scornfully interrupting)
Mrs. Gessler.

MILDRED
She said you've been in the restaurant quite a lot. With your friends. That's all.

VEDA
I don't see how that's any business of hers.

MILDRED
(taking a seat)
She's concerned about you, that's all. She loves you like her own daughter. And she, and I, we only want what's best for you.

Veda shifts position, sips her drink.

VEDA
Mother, it was you that said I shouldn't lie around here moping all day. And just because that nosy Mrs. Gessler--well, let's not get on to that subject. The point is, there's nothing to be alarmed at, Mother, nothing at all.

MILDRED
(gratefully)
There's not?

VEDA
Of course not.

Veda sits up, examining her toenails, then gets up from her lounge as she speaks.

VEDA
The fact is, I may go into pictures, that's all. And Elaine, she may be a bum--well there's no use being silly about it. I grant at once that she's nothing but a tramp. But she knows directors. Lots of them. <u>All</u> of them. And you have to know directors to get a test.

MILDRED
Pictures? You never said anything about pictures before.

VEDA
It's just an idea.

MILDRED
But, I think it's wonderful--it's a wonderful idea. Oh Veda, with your looks and your talent... Darling, if there's anything I can do, anything at all...

TB

34 CONTINUED: (2) 34

VEDA
(heading inside)
Please, Mother. There's nothing for you to do. Thanks just the same.

MILDRED
Well you let me know if there is... (calling after): That's marvelous news!

Mildred picks up the movie magazine and glances through a few pages.

35 INT. GLENDALE HOUSE - BEDROOM - NIGHT 35

Mildred again lies in bed, sleeping. The lights of a car travel the wall. Then a car door SLAMS and Mildred awakens, blearily. She peers at the clock, which reads 3AM, and hears voices outside. She sits up in bed, still. She hears a laugh that sounds like Veda's.

36 INT. LIVING ROOM - CONTINUOUS 36

Mildred walks quietly through the darkened room, slowing down near the front window. She stops, squints, and slivers the drapes with her fingers.

37 EXT. GLENDALE HOUSE - CONTINUOUS 37

Outside, Veda and a YOUNG MAN are involved in some intimate negotiation. They stand beside his idling sports car as he suddenly lunges for her. She leaps back out of reach and laughs.

VEDA
Say, don't be bashful...

YOUNG MAN
Please, Veda, just one... Why won't you even...?

VEDA
I told you Sammy, not in this condition. Good grief, you can barely stand-

He lunges for her, grabbing on for support, then starts smothering her with kisses.

TB

37 CONTINUED: 37

VEDA
Stop it--stop!

She pushes him off her and he falls to the ground. He moans.

VEDA
Don't be such a pill. You're going to wake the entire street! You really are a dolt, Sammy.

She starts off as Sammy scrambles to his feet and starts scurrying after.

SAMMY
Veda!

VEDA
Shhhh! Good-night!

He stands there watching her go, a pathetic pup.

38 INT. LIVING ROOM - CONTINUOUS 38

The front door creaks open and Mildred, standing in the shadows, stiffens.

Veda stumbles inside, swerves through the living room toward her room. But just as she nears the hallway she stops, turning her head partly as if sensing something.

Mildred stands, holding her breath.

Veda continues down the hall to her room.

39 INT. GLENDALE HOUSE - VEDA'S ROOM - DAY 39

Veda lies asleep in her clothes on top of her bed, sunlight streaming in. The floor is a wreck of tossed clothing. Mildred, concerned, quietly closes the door.

40 INT. GLENDALE RESTAURANT - KITCHEN - DAY (SPRING, 1938) 40

Arline has just stepped in from the dining room.

ARLINE
A Mrs. Lenhardt is here to see you.

Mildred stands with Mrs. Kramer and Sigrid, going over inventory.

40 CONTINUED: 40

MILDRED
Who?

ARLINE
Mrs. Lenhardt...?

SIGRID
That's the one that called yesterday.

MRS. KRAMER
Like John Lenhardt, the director?

MILDRED
I don't know any Lenhardt... (handing Mrs. Kramer the tally sheet and starting out): Thank you, Mrs. Kramer. And check with Beverly and Laguna before making the order.

MRS. KRAMER
Yes, Mrs. Pierce. (to Sigrid): I hear Barbara Stanwyck was in Beverly last week, sipping coffee.

SIGRID
Go on.

41 INT. DINING ROOM - CONTINUOUS 41

The well-dressed woman standing near the door turns slowly as Mildred approaches, revealing herself to be the very Mrs. Forrester to whom Mildred applied, years before, for the housekeeping job. Fixing her jewel-like eyes on Mildred, Mrs. Forrester (now Lenhardt) begins to beam, approaching Mildred with outstretched glove and alarming graciousness.

MRS. FORRESTER
Mrs. Pierce? I've been looking forward so much to meeting you. I'm Mrs. Lenhardt, Mrs. John Lenhardt, and I'm sure we're going to work out our little problem splendidly.

Mildred is badly crossed up. The only thing she knows is that she'll deny ever seeing this woman before.

MRS. FORRESTER
(looking Mildred over)
Now why do I feel certain we've met before?

41 CONTINUED: 41

MILDRED
Possibly in one of my restaurants?

MRS. FORRESTER
Doubtful. We just so rarely go.

MILDRED
I do have a branch in Beverly. Perhaps you... dropped in for a cup of chocolate.

MRS. FORRESTER
No doubt that's it.

Arline is restocking tables, nearby.

MILDRED
Can I offer you anything, Mrs. Lenhardt?

MRS. FORRESTER
No, thank you ever so.

Mildred leads Mrs. Forrester to a corner table.

MRS. FORRESTER
Well as I'm sure you've guessed, I've come to discuss our children, Mrs. Pierce...our babies...

Mildred stops and turns a moment.

MILDRED
Our...?

MRS. FORRESTER
Well your little Veda, of course, and my Sammy... Sammy Forrester, I should say.

MILDRED
I'm terribly sorry, Mrs. Lenhardt, but I'm afraid I haven't any idea what you're talking about.

Mildred just stares blankly. Mrs. Forrester leans forward.

MRS. FORRESTER
(eagerly)
You mean Veda hasn't told you anything?

41 CONTINUED: (2) 41

MILDRED
Not a word.

MRS. FORRESTER
(barely concealing her pleasure)
Well, I see. Well, in that case... I'll try and begin at the beginning.

MILDRED
Please.

The two ladies finally take their seats.

MRS. FORRESTER
Well, they met--it seems only yesterday, actually it was a few months ago now--at my house. My husband, of course, is a director, and he was considering Veda for a part. And as he so often does with these kids, when we have a little party going on, he asked her over--Veda and her little friend Elaine, another lovely child who my husband's known for years...

MILDRED
Yes, I've met Elaine.

MRS. FORRESTER
Well, Veda met Sam and it was simply love at first sight. It must have been, because that boy of mine is so smitten, so serious-

MILDRED
You don't mean to say they're engaged...

MRS. FORRESTER
No. No, I wouldn't say they were engaged. In fact, I know for certain my Sammy had nothing of the sort in mind. But Veda has somehow got the idea that--well, I understand it, of course. Any girl wants to get married, but I want to assure you, Mrs. Pierce, that Sammy had no such intention.
(MORE)

(CONTINUED)

41 CONTINUED: (3) 41

MRS. FORRESTER (cont'd)
So I'm quite sure you'll agree with me that any discussion of marriage would be most undesirable.

MILDRED
And why, precisely?

MRS. FORRESTER
Because they're nothing but children! Of course! From entirely different worlds...!

MILDRED
What different worlds?

MRS. FORRESTER
Well--different communities, let's say. They have different backgrounds, different ideals, different friends. Sammy, for one, has always been accustomed to--a great deal...

MILDRED
You think Veda hasn't? I'm not exactly on relief, Mrs. Forres-- excuse me--Mrs. Lenhardt.

MRS. FORRESTER
Then let me make myself perfectly clear: If Sammy gets married, he'll be completely on his own. And I doubt either one of them would be terribly accustomed to that reality.

MILDRED
Well why should Veda feel this way about it, and your boy not?

MRS. FORRESTER
I'm not a mind reader, Mrs. Pierce. But let me tell you one thing. If you, or that girl, or anybody, employ any more tricks, trying to blackmail my boy into-

MILDRED
Trying to--<u>what</u>?

41 CONTINUED: (4) 41

MRS. FORRESTER
You may as well understand here and now, Mrs. Pierce, that I shall prevent this marriage. I shall prevent it in any way that I can, and by legal means, if necessary.

Arline has drifted back, as a quiet threat of MUSIC begins to gather.

MILDRED
Arline, there's a spill under six.

ARLINE
A spill?

Arline slumps over and crouches down beneath the next table behind them.

MILDRED
You were saying?

MRS. FORRESTER
I'm saying if there are any more threats, any more officers at my door, any more of these tricks she's been playing--I shall not only have her arrested, I shall have her prosecuted for blackmail, I shall not hesitate for one moment, for I've quite reached the limit of my patience!

Mildred looks over at Arline, who's head peeks up from her table.

MILDRED
You hear that, Arline?

ARLINE
I was looking for the spill-

MILDRED
What did she say?

ARLINE
She said Veda was trying to blackmail her boy into marrying her and if she kept it up she'd have the law on her.

41 CONTINUED: (5) 41

MILDRED
You remember that, Arline, in case I need you.

MRS. FORRESTER
(shocked)
Well, I-

Mildred stares hard at Mrs. Forrester, MUSIC spilling into

42 INT. GLENDALE HOUSE - LIVING ROOM - EARLY EVENING 42

Mildred turns on a light and walks through the empty house, still in her coat. On her way to the hall she passes the empty piano in the dining room.

MILDRED
Veda, where are you...

43 INT. GLENDALE HOUSE - DEN - LATER 43

Mildred wakes with a start at the sound of the front door opening, still clothed.

44 INT. LIVING ROOM - CONTINUOUS 44

Mildred intercepts Veda near the door.

VEDA
Mother!--you startled me!

MILDRED
I'm sorry. Darling, something's happened. I have to talk to you.

VEDA
Well--at least let me take off my hat.

She takes off her hat, finds a cigarette and lights it, walking past Mildred toward the couch.

VEDA
Personally, I find pictures a bore. Don't you? At least Nelson Eddy pictures. Still, I suppose it's not his fault entirely-

44 CONTINUED: 44

MILDRED
Veda, a Mrs. Lenhardt was in to see me today. A Mrs. John Lenhardt?

VEDA
Really?

MILDRED
She says you're engaged to marry her son, or have some idea about marrying him, or--something.

VEDA
She's quite talkative. What else did she say?

MILDRED
Well she opposes it.(approaching): Veda... darling, what was she talking about? Why haven't I heard anything about any of this-?

VEDA
(smoking)
Well, it's a bit of a stretch saying it was my idea that Sammy and I get married. After the big rush they gave me, with Pa breaking his neck to get me a screen test and Ma having me over morning, noon and night, and Sonny boy phoning me and writing me that if I didn't marry him he'd end his young life-- I'd say it was more like an ambush. Certainly I said nothing about it, or even thought about it, until it seemed... advisable.

MILDRED
What do you mean, advisable?

VEDA
Well, Mother, he was certainly very sweet, or seemed so at any rate, and they were all so encouraging. And I certainly was most indiscreet. But then, after the big whoop-de-do, their entire attitude changed. And here I am, holding the bag. One might just say I was a bit of a sap.

TB

Mildred stares at her daughter, furiously trying to take it all in--and feeling a sudden wave of inexplicable loss.

MILDRED
Oh, Veda... I only wish you-...
(but something else intrudes)
What do you mean--holding the bag?

Veda looks down a moment, then back up at her mother with sad regret.

MILDRED
You don't mean to tell me you're-...?

VEDA
I didn't want to believe it myself.

MILDRED
But--how do you know? How can you be sure?

VEDA
It's true, it's only been a couple of months but... So far, it seems the only explanation...

MILDRED
Oh, Veda!

For a second the jealousy Mildred feels is so overwhelming that she is afraid she will vomit. She has to steady herself on an arm-chair, breathing heavily. But when Veda approaches, dropping her head on her mother's shoulder, Mildred gathers her in her arms, patting her head and crying a little.

MILDRED
Oh, my baby. Why didn't you tell me before?

VEDA
Oh, Mother, I was afraid.

MILDRED
Of me? Of Mother?

VEDA
No... of course not... But of making you suffer... Knowing you'd be disappointed...
(MORE)

44 CONTINUED: (3) 44

VEDA (cont'd)
I just can't bear it, seeing you unhappy with me.

Mildred savors the sweet blandishment, before the next nagging question catches her.

MILDRED
But what did she mean about officers--officers at her door?

VEDA
You mean police?

MILDRED
I don't know. I suppose police.

VEDA
My, that is funny.

MILDRED
What is?

VEDA
(getting up, discarding her cigarette): From what I've been learning about little Sammy Forrester, any girl from Central Casting could have sent officers to his door. Apparently he had very democratic tastes.

Mildred walks over to Veda and embraces her.

MILDRED
Oh my darling... my poor darling... Don't you worry, dear. We'll see to it they do what's right and proper... First thing tomorrow, I'm calling Wally Bergan.

VEDA
Oh, Mother, thank you... I absolutely agree. But I meant to tell you--I hope it's alright. I've already spoken to Wally.

MILDRED
You... What?

44 CONTINUED: (4) 44

VEDA
Mother, please don't worry. He's coming here tomorrow and he'll be able to explain everything.

MILDRED
You've spoken with Wally Bergan?

45 INT. GLENDALE HOUSE - DEN - DAY 45

Wally is holding court, sauntering before Mildred and Veda who sit listening.

WALLY
Well, I tell you, I've done a little inquiring myself and the situation's about what I figured. The kid comes into dough on his twenty-first birthday. How much I don't exactly know, but it's well up in six figures. And once he dies, whoever he's married to gets her fair share of the goods. And that's what this whole thing's about--It's got nothing to do with their being too young, or whatever else that mother's been dishing out. It's nothing but the do-re-mi--the old army game. That's why they're so hot to settle.

MILDRED
Wally, I'm not interested in whether he inherits, or how much he inherits--and a settlement simply ignores the fact that a situation has been created. It's a terrible situation for Veda, and the only thing that boy can do--the only proper thing, is to marry her. I'll have that boy arrested, if it's the only way-

WALLY
Well... Arresting him may be a little tough.

MILDRED
Aren't there laws?

Wally shoots a glance at Veda.

45 CONTINUED: 45

VEDA
Go ahead and tell her.

WALLY
Well... just happens about a week ago, I took Veda over to the Sheriff's office and had her swear out a warrant for Sam. Nothing big, just a little morals charge, and same afternoon, couple of the boys went over to serve it. Turns out he skipped town. And so far-

MILDRED
That's what she meant by officers! (to Veda): You said you had no idea what she meant by-

VEDA
(uneasily)
All I said, Mother, was that I didn't know at the time that any officers had actually been sent...

MILDRED
The very idea--(turns to him)--of legal steps being taken without my knowing anything at all whatsoever is simply...!

WALLY
Now just hold your horses a minute. Sure, I'd have been willing to talk to you, Mildred. But when I got a client who says she wants to keep it to herself...

VEDA
Mother, it's about time you got it through your head that after all, I, and not you, am the main figure in this little situation, as you call it. I'm not proud of it. I readily admit it's my own fault, and that I've been very foolish. But when I act on that assumption and try and protect you from unhappiness, it does seem you could give me credit for some kind of decent motives, instead of going off the handle in this idiotic way.

45 CONTINUED: (2) 45

MILDRED
(close to boiling)
Young lady, you have kept me entirely in the dark on this matter and I refuse to take any more-!

VEDA
I'm terribly sorry, Wally... *

She turns her back on Mildred and starts out of the room. *

46 INT. LIVING ROOM - CONTINUOUS 46 *

VEDA *
You were discussing a settlement? *

Mildred, stunned, watches as Veda walks Wally to the door where he gathers his coat and hat. *

WALLY
Look, they're up against a morals charge and you're seventeen-years-old, which is all a jury needs to know. So we're sitting down at three today to settle on a number, and if that's the way you want to go, I suggest you be there too.

MILDRED
That is not the way we want to go-- they'll not be allowed to simply buy her off--not in her condition. I want that boy arrested.

WALLY
I understand your point of view, Mildred. But I've got to consider-

VEDA
(ushering him out)
I've made my decision, Mother, but thanks just the same. I'll see you there at three, Wally. Thanks for stopping by.

But as soon as she closes the door Mildred is marching to the phone. *

MILDRED
Over my dead body are you meeting with them...
(MORE)

(CONTINUED)

46 CONTINUED: 46

MILDRED (cont'd)
I'm phoning the sheriff's office this instant, and if that doesn't work then I'll hire a private detective.

TB

46 CONTINUED: (2) 46

Veda overtakes her, grabbing the phone from her hand, which they struggle over. *

VEDA
You'll do nothing of the kind.

MILDRED
Stop that! You listen to me, young lady. I'm still your mother whether you like it or not-

VEDA
(slams down receiver)
If you call the sheriff's office, Mother, they're only going to bring him back. And if they bring him back, he's only going to want to marry me, which isn't quite what I had in mind. You see, he's quite crazy about me. He's even rather sweet at times, in a Buster Brown sort of way. But as for matrimony, I beg to be excused. I'd much rather have the money. *

MILDRED
You--(she stops and stares as it all becomes clear): Now I know what that woman meant when she-... You really are just trying to shake her down, shake the whole family down, for money. Are you even pregnant?

VEDA
Mother, really. At this stage it's rather more a matter of opinion.

Veda turns and walks into the kitchen. Mildred follows, desperate and speechless. *

47 INT. KITCHEN - CONTINUOUS 47 *

MILDRED
But Veda... how could you?... If you had loved this boy, I... But to pretend you loved him, to lead him on, to get money out of him--how could you?

TB

47 CONTINUED: 47

VEDA
(pouring herself a glass of milk)
Merely following in my mother's footsteps.

MILDRED
What?

VEDA
Oh, stop being so tiresome. Do I have to spell it out? There's the date of your wedding, and there's the date of my birth. Figure it out for yourself. I suppose it runs in families.

MILDRED
Why do you think I married your father?

VEDA
I rather imagine he married you. If you mean why you got yourself knocked up, I suppose you did it for the same reason I did--for the money.

MILDRED
What money?

VEDA
Mother, in another minute I'll be getting annoyed. Of course he has no money now, but at the time he was quite rich. And your father, he ran a garage.

Veda walks back into the living room and Mildred follows, incredulous.

47A INT. LIVING ROOM - CONTINUOUS 47A

MILDRED
But why, Veda? Haven't I given you everything you've ever wanted? If there was something you needed, couldn't you have come to me first, instead of resorting to this?--to blackmail? That woman was right!

Veda puffs on her cigarette. Her eyes narrow.

47A CONTINUED: 47A

VEDA
You want to know why? I'll tell you why. With enough money I can get away from you...
(MORE)

(CONTINUED)

47A CONTINUED: (2) 47A

VEDA (cont'd)
you, and your pie-wagons and your chickens and everything that smells of grease. I can get away from Glendale and its dollar days, and its furniture factories, and its women that wear uniforms and its men that wear smocks. From every rotten, stinking thing that even reminds me of this place. Or you.

MILDRED
I see.
(collecting her rage)
Then it's a good thing I found out about your little scheme when I did. Because had you gone through with it, or even tried to, you'd have been out of here a lot sooner than you might have expected-

VEDA
You don't make those decisions anymore. There's nothing you can say about what I do or when I do it-

MILDRED
Then get out. Now. This is unacceptable.

VEDA
Ha. Unacceptable. Coming from you.

MILDRED
I have no idea what you're talking about...

VEDA
Oh, jeepers, let's think... Father, Monty, Wally. You take what you need.

MILDRED
That's it. You get your things out of this house this instant or you'll find them in the middle of Pierce Drive when you come back.

VEDA
Really, Mother. You needn't be so melodramat-

TB

47A CONTINUED: (3) 47A

MILDRED
I said now!

MUSIC gathers as Veda stares back icily, recognizing that her mother is as serious as she's ever been. Then she explodes-

VEDA
(shrieking))
You WITCH! You SHREW! You hideous COW!

Mildred marches past her down the hall and Veda follows until she's met with Mildred's slamming door, to which she marches into her own room and slams hers back.

VEDA
(O.S.)
I'm never coming back to this hovel as long as I LIVE!

48 INT. MASTER BEDROOM - LATER 48

MUSIC simmers quietly as Mildred sits on her bed, staring at the floor, wringing her hands. She rises, walks to the door and opens it part way, listening. She hears a bag dragging down the hall and exits, trailing Veda, sternly, helplessly.

49 INT. KITCHEN - CONTINUOUS 49 *

She stops at the kitchen door watching Veda dragging her bag out the side door of the house, where we see her car parked.

MILDRED
Where do you think you're going?

Car doors slam in reply, followed by the sound of Veda's engine revving up. Anxious MUSIC rises as Mildred goes marching out after her. *

50 EXT. GLENDALE HOUSE - DUSK 50

Mildred stops, glaring at Veda as her car screeches by and the world seems to go spinning around her. MUSIC peaks as the car speeds off and Mildred stares after, unable to move, feeling less like a mother than an abandoned lover left behind. CRANING UP, we see her small, pitiful figure stranded in the blue of dusk.

TB

50 CONTINUED: 50

A light flicks on in a neighboring house. Mildred, shattered, slowly turns and starts back inside, MUSIC closing in.

FADE TO BLACK

51 EXT. LAGUNA - BEACH - DAY (LATE SUMMER, 1938) 51

Mildred, wearing sunglasses and scarf, walks along the shore. The seagulls wheel in the wind. The waves pound the rocks.

She turns back around, seeing the restaurant perched on the bluff, above where the shore ends and the rocks begin. Then she spots someone waving from the beach path. It's Lucy.

52 EXT. LAGUNA BEACH - BLUFF - MOMENTS LATER 52

The two of them sit on the bluff.

MILDRED
So the Victor Hugo, that's news.

LUCY
That's what she said. Havin' the toniest restaurant downtown wasn't enough, apparently. They need one here in Laguna now, too.

MILDRED
And where, exactly?

LUCY
A mile down, she said. Near the Texaco.

MILDRED
Funny Ida called you.

LUCY
Wanted to be sure and give me the good news.

MILDRED
Well. The Victor Hugo--that's competition all right. I guess we must be doing something right.

LUCY
Yea. We should get a commission.

Mildred smiles grimly, but doesn't respond.

52 CONTINUED: 52

LUCY
Hey, don't worry, baby. The shine'll wear off that place real fast. You watch.

MILDRED
Oh... I'm not worried about that.

LUCY
No?

MILDRED
No.

They fall silent.

LUCY
No word?

MILDRED
Not in months.

LUCY
What about Bert? Does he see her?

MILDRED
He says she's living in Hollywood, somewhere on Franklin. That's all.

LUCY
Look, baby. Maybe it'll do her some good, fending for herself a while. Kids learn fast it ain't all it's cracked up to be.

MILDRED
(looking out at the shore)
No, it certainly isn't.

53 INT. MILDRED'S CAR - LATER 53

A soft gloom of MUSIC hangs as Mildred, wearing sunglasses, is driven home. She looks out at the passing homes from the back seat. She snaps herself out of a distant stare.

54 INT. LIVING ROOM - NIGHT (EARLY FALL, 1938) 54

She pours herself a few fingers of rye and takes a sip. A local radio program blares from the den.

54 CONTINUED: 54

RADIO (O.S.)
...And coming up next, my little chickadees, right here on the Buzz Winston Family Hour, is the swellest new talent to grace the waves this season, a sweet little gal with a voice like an angel-- folks, you're not gonna believe the notes this local girl can hit-

Mildred heads to the den to switch the station, landing on FRED ASTAIRE's THE WAY YOU LOOK TONIGHT.

To this, Mildred lilts a bit from the den back out to the living room, drink in hand. It brings out a sweet-sadness in her, a longing for some of the wonderful times from the past-- and they were wonderful.

Then she stops, looking down at an end table. She picks up a framed photograph of Veda and Ray as girls. The loss of both of them in her life is almost too much to bear.

55 INT. DINING ROOM - LATER 55

Mildred tries to concentrate on a book of accounts, but she can't muster the focus. She looks up toward the door and stops. All at once she rises for her coat and purse.

56 INT. MILDRED'S CAR - HOLLYWOOD - NIGHT 56

Mildred drives through residential Hollywood. The haunted, textured buildings pass, quivering in tropical shadows.

She turns the corner and slows, approaching Veda's building. She comes to a stop across the street and gazes up into its windows. She watches the play of light inside of one. Someone is moving around.

Then all at once a large black car comes streaming her way, pulling over with its lights in Mildred's face. She hears doors open and close and various voices saying goodnight. Finally she can make out-

MAN'S VOICE
Great job, tonight.

VEDA
Thanks!

TB

56 CONTINUED: 56

The car zooms off revealing Veda in a brief pool of light, wearing a black dress and mink stole, entering her building, and then disappearing.

Mildred looks back, dumbstruck, unable to move. She looks up.

A light goes on in a second story window. And just as suddenly, Veda appears, reaching to close the drapes. She stops a moment, looking out.

Mildred ducks slightly in reflex. Veda's drapes close and Mildred steps on the gas and zooms away.

57 INT. GLENDALE HOUSE - VEDA'S ROOM - DAWN 57

Mildred opens her eyes and lifts her head. She finds herself curled up on Veda's bed amid a pile of Veda's dresses, having fallen asleep in her clothes. The remains of her drink sits on the night-stand beside her. Then, from the other room, the phone begins to ring.

58 INT. LIVING ROOM - MOMENTS LATER 58

Mildred walks wearily down the hall to the ringing phone.

MILDRED
Hello?... Bert. Oh, Bert, I'm so glad you called.

She sinks down onto a living room chair, turned away from us. A quiet pool of MUSIC rises as we ZOOM-IN slowly.

MILDRED
I was going through the hall closet the other night and I found some things of Veda's I thought she might want, some winter clothes. I didn't know if you had any plans to be seeing her, but if you did, I thought perhaps... Well could you call her? I know she'll want her winter coat... Her piano--(she tears up): I know you see her, Bert. I know you talk... It's just-- I can't stand it. I have to know what's going on with my baby... What--you mean now?

59 INT. GLENDALE HOUSE - LIVING ROOM - DAY 59 *

The doors open on Bert. *

MILDRED
Bert... *

BERT *
Take a look.

He hands her a newspaper, open to the radio page, and steps * inside the house. *

The page features a large picture of Veda. The caption reads: *

"The popular local singer will be heard Thursday night at 8:30 on the Hank Somerville (Snack-O-Ham) program, conducted by Carlo Treviso"

MILDRED
But... I don't understand. Singing?

BERT
That's what it says... soprano. *

MILDRED
'Conducted by Carlo Treviso'?
That's the one that threw her out on her ear!

BERT
I remember.

MILDRED
Bert, how long has this been going on?

BERT
Couldn't prove it by me. But the way I get it, Veda's been on the air a lot already. On the little afternoon programs no one pays attention to. That's how she got this chance on a big national hook-up.

MILDRED
I'm reeling.

59 CONTINUED: 59

BERT
Well it just goes to show the kid had the stuff all along, to get a spot like that with a big jazz band, and nobody giving her any help but herself.

MILDRED
She does look lovely.

BERT
She sure does. It's going out live, nationwide, from the NBC studio in Hollywood.

MILDRED
How did you find out? She called you?

BERT
She called me up, and told me the good news. And she'll call you up, too. Of course she will.

MILDRED
Oh no. She won't call me.

BERT
Sure she will. Look, I know how you feel but it's the kid's first big chance. And it's a chance alright. If these torch singers have the right hot licks on their first night out, they can hit the big time overnight.

Mildred turns away, pouting in silence.

BERT
Oh, don't be like that. We can listen in together. Make a night of it. What do you say? I still haven't seen your place in Laguna.

MILDRED
Oh, I suppose you're right. Thanks, Bert. You come out to Laguna and we'll make a night of it.

BERT
That's what I like to hear.

59 CONTINUED: (2) 59

A melancholy spell of MUSIC leads us into:

60 EXT. LAGUNA RESTAURANT - NIGHT (EARLY, 1939) 60

Mildred's car enters the mostly empty parking lot.

61 INT. LAGUNA RESTAURANT - MOMENTS LATER 61

Lucy is walking Mildred and Bert through the dining room on the way to veranda. *

LUCY
So what's all this? Veda's singing? On the radio?

BERT
That's it, alright. Turns out she's been making quite a splash on the local channels.

LUCY
One of the girls said she heard Veda was on the radio but I didn't pay it any mind. Though I can't say I'm surprised. (to Mildred): You must be bursting.

MILDRED
Well I certainly wish her well.

LUCY
(with a look to Bert)
That's charitable... Come on, I set you up outside.

62 EXT. LAGUNA RESTAURANT - VERANDA - LATER 62

Lucy guides two dishwashers carrying the radio out onto the veranda, as chairs are brought out and various people congregate.

LUCY
Careful--careful!

Seated opposite the radio, Bert and Mildred share after-dinner drinks over the remains of a big steak dinner.

BERT
That was some dinner, Mildred. Perfect steak.

62 CONTINUED: 62

MILDRED
Y'hear that, Lucy? You got a fan.

LUCY
(plugging in the radio)
Any more where he came from? You saw the dinner trade.

MILDRED
I'm afraid I did... Is it already time?

A MAN IN BLUE COAT squats down and starts searching the dial.

MAN IN BLUE COAT
Any minute now... Hear she's got quite a style, your little girl.

BERT
Oh you bet. If hot licks are what it takes, this kid's got them.

MAN IN BLUE COAT
Hear hear.

As sounds begin to emerge Mildred scoots up her chair a notch, removing herself from the chatter. She examines the large, wood-cased unit like she never has before.

The broadcast begins with the *KRAZY KAYDETS* giving the midshipman's siren yell and swinging briefly into ANCHORS AWEIGH.

MILDRED
Is that it? Is that the program?

MAN IN BLUE COAT
Oh, sure. It always starts like that.

Then *MR. SOMMERVILLE* greets the audience.

MR. SOMERVILLE (O.S.)
Welcome, ladies and gentlemen, to the Hank Somerville Program, sponsored by Snack-O-Ham. I'm Hank Somerville. And tonight's guest is Los Angeles' own Veda Pierce. Is that your real name, Miss Pierce?

VEDA (O.S.)
Yes it is.

Mildred stares hard.

MR. SOMERVILLE (O.S.)
I want to know, is your voice unduly piercing?

VEDA (O.S.)
No. But my scream is. As you'll find out if you make anymore such remarks.

The *STUDIO AUDIENCE* laughs, as does the group on the veranda. Bert slaps his thigh. But Mildred can't connect her emotions to the voice coming out of the box--let alone follow the gags.

MAN IN BLUE COAT
She put that one across all right.

MR. SOMERVILLE (O.S.)
What will you be singing tonight, Miss Pierce?

VEDA (O.S.)
The Bell Song from Delibes' Lakme. *

MILDRED *
From--which?- *

MR. SOMERVILLE (O.S.) *
Oh my goodness.

WE HEAR a SLIDE-WHISTLE and the sound of hitting ground, followed by BIRD-SOUNDS. Then WE HEAR the *Krazy Kaydets* jostle in and try to revive him, their ship's GONG CLANGING. Mildred turns to Bert who looks just as perplexed.

BERT
What's it about?

MAN IN BLUE COAT
Big operatic aria. The idea is, it's a little over the Kaydets' heads.

BERT
Oh, now I get it.

MAN IN BLUE COAT
Don't worry. They'll knock it over.

TB

Then, out of nowhere the aural antics are quelled by a somber note--'THE BELL SONG' from DELIBES' LAKME--and suddenly, the lone rippling tones of Veda's voice, a cappella, ending in a little spray of rippling notes.

MAN IN BLUE COAT
Hey, hey, hey!

Then a plaintive haunting orchestra joins the full warmth of Veda's voice, so rich and vibrant that a chill shoots up Mildred's spine. She stares deep into the plumed relief of the radio's netted speaker.

As *Veda* continues, Mildred clutches the edge of the table, her whole body tensed, sneaking glances at the assembled listeners, then at the night sky.

The MUSIC begins to build under Veda's searing notes, and the Man In The Blue Suit jumps off his chair and squats by the machine.

MAN IN BLUE COAT
Will ya get a load of that? Holy Smokes!

The aria begins its final ascent, gathering, beckoning majestically. Mildred, overcome, rises from her chair and weaves her way from the excited crowd.

BERT
Mildred!

Rushing past the flowers and bushes, she reaches the bluff overlooking the sea. As Veda's voice rises in quiet intensity, she stares out at the black sea crashing below. All she has dreamed for Veda is now coming true. And as the aria reaches its climax she vows that whatever it takes, come what may, she'll get her daughter back.

As the MUSIC ends the sound of applause is overtaken by the crashing waves.

HARD CUT TO BLACK

TB

MILDRED PIERCE

PART 5

A Film In Five Parts Based On The Novel by James M. Cain

Written by

Todd Haynes & Jon Raymond

First Production Draft - February 10, 2010 (White)
Second Production Draft - February 23, 2010 (White)
Third Production Draft - March 19, 2010 (Blue)

TB

MILDRED PIERCE: PART FIVE

1 INT. TREVISO'S STUDIO - HALLWAY - DAY (EARLY, 1939) 1

The outer door to Treviso's studio opens and WE SEE the Italian music instructor, with briefcase, starting out.

TREVISO
And remember you book a studio-- nine o'clock, capisce? Not nine a-tirty, not a ten... Ah!...

His receptionist mutters something in reply as he shuts the door behind him and shuffles to the stairs.

2 INT. STAIRWELL/LOBBY - CONTINUOUS 2

WE FOLLOW Treviso down the stairs and into the lobby of his building, where a figure stands up briskly, startling him.

MILDRED
Mr. Treviso.

MR. TREVISO
Yes? Do I know you?

MILDRED *
I'm terribly sorry to startle you. I'm Mrs. Pierce--we met once before. My daughter, Veda, I believe, is now studying with you-- singing.

MR. TREVISO
Ah... Okay...

MILDRED
Well--for reasons best known to herself, Mr. Treviso, Veda prefers her independence from me at the moment. Just the same, it was I who * supported her studies from the beginning and even though she elects to live apart from me now, I * still feel her music is my responsibility. So... in the future, Mr. Treviso... (handing him her card): I'd like you to forward your bills directly to me.

(CONTINUED)

2 CONTINUED: 2

Mr. Treviso stares at the card without taking it.

MR. TREVISO
Am ver' sorry, Madame, but dees is subject w'ich I cannot discuss wit' you. You excuse me, 'ave himportant engagement.

He continues out the door to the parking lot. Mildred follows.

3 EXT. TREVISO'S STUDIO - PARKING LOT 3

Treviso walks out, scanning the parking lot for his car, but Mildred is right on his tail. *

MILDRED
Well--Mr. Treviso, I'm very sorry too, but I'm afraid... Veda is my daughter, after all, and I-

MR. TREVISO
(stops and turns): Why you want dees girl back? Tell me that?

MILDRED
Well--you're mistaking my motives. I-

MR. TREVISO
No mistake, no mistake at all. I tell Veda, well, you pretty lucky kid, somebody else pay a bill now. And she, she got no idea who to * call up, say thanks, sure is swell, how you like to see me again-- * (spots his son at the gate): Hey-- * Vincenzo! *

The Italian teen, VINCENZO, turns from the BLOND GIRL he's * chatting up by the gate, and hurries to fetch Treviso's car. *

MILDRED *
Well that wasn't my intention, Mr. Treviso, but certainly...

MR. TREVISO
Listen, you. You seem a sensible lady, no? You go to a zoo, hey? See little snake? Is come from India, is all red, yellow, black, ver' pretty little snake.
(MORE)

(CONTINUED)

TB

3 CONTINUED: 3

MR. TREVISO (cont'd)
You take ‘ome, hey? Make little pet, like puppy dog? No--you got more sense. I tell you, is same wit’ dees Veda. You buy ticket, you look at a little snake, but you no take home. No.

3 CONTINUED: (2) 3

MILDRED
What are you insinuating--that my daughter is a snake?

MR. TREVISO
No--is a coloratura soprano, is much worse.

MILDRED
What is a--coloratura soprano?

MR. TREVISO
Madame, is a special fancy breed, like blue Persian cat. Come once in a lifetime, sing all a trill, a staccato ha-ha-ha, cadenza, a tough stuff. Cost like 'ell. If is real coloratura, bring more dough to a grand opera house than big wop tenor. And dees girl, is coloratura, even a bones is coloratura. You see dees 'igh nose, *
dees big anrim sinus? You see Snack- *
O-Ham program?

MILDRED
I did. *

MR. TREVISO
She is no good singer. Is great singer.

MILDRED
She's a wonderful girl.

MR. TREVISO
No--is a wonderful singer. Da girl is somet'ing else. *

Treviso's son has backed the car up to his father. *

MILDRED *
Well... that's your surmise, Mr. *
Treviso. *

*

TB

3 CONTINUED: (3) 3

TREVISO *
Is no surmise. For last two weeks, *
ever since Snack-O-Ham broadcast,
dees little empress 'ave told me a
poor dumb mother will try to get
'er back, and a first t'ing she do
is come in here, offer pay for
singing lessons.

MILDRED *
She-

MR. TREVISO
(starting into car) *
Yes! I tell you, is snake, is
bitch, is coloratura. And me I no
enjoy a snake bite. You want to try *
and keep her under mama's wing her *
whole life?--that's your beezanez. *
Me, I 'ave nothing to do wit' dees
intrigue. Now, if you excuse me... *

He shuts the car door and they whisk off. Mildred remains, *
stricken, as MUSIC gathers. *

4 INT. MILDRED'S CAR - DOWNTOWN LA - DAY 4

Mildred sits in a gloom in the back of the car as Tommy drives, reflections shrouding her face. She glances up at the passing streets and people.

A SALVATION ARMY VOLUNTEER, in black bonnet and sunglasses, * stares sternly, as men in hats and women in scarves shuffle home, checkered by the late-day sun.

Just beyond she sees an OAKIE FAMILY pulled over in a Model- * T, piled with furniture. And there, standing at a corner bus * stop in a frayed brown blazer, is Monty.

MILDRED
Tommy--pull over the car. (rolling
down her window): Monty? Is that
you?

5 EXT. DOWNTOWN LA STREET - DAY 5

Monty, bewildered, looks up at the car pulling over to the curb, MUSIC ending.

MONTY
Mildred?

TB

5 CONTINUED: 5

He walks over to her door, smiling, shielding his eyes from the sun. The lines in his face have deepened some, giving his face a slight hang dog cast.

MILDRED
What are you doing out here?

MONTY
Hot date with my creditors. Sort of between cars these days.

MILDRED
Well, hop in. Let me give you a lift.

6 INT. HOLLYWOOD RESTAURANT - LATER 6 *

Anna, busy with her early evening trade, gives a quizzical glance toward Mildred's table.

Monty is just finishing a sandwich plate as Mildred cradles a cup of coffee, watching him warmly.

MILDRED
Well, you look wonderful. *

6 CONTINUED: 6

MONTY
Can't complain. Rather, I could, but I won't. And you? How's our dear Veda?

MILDRED
Oh... very busy. She--took an apartment by herself, a few months ago. It bothered her to have all the neighbors listening while she vocalized. She's singing, you know.

MONTY
I heard. She quite bowled me over, in fact. You have quite a talented daughter, Mrs. Pierce. Please pass on my regards.

MILDRED
Thank you. I shall. (she looks at him a beat): Oh, who am I fooling, Monty? I haven't talked to her in months. She won't answer my calls. She won't answer my letters. I'm honestly at my wits' end.

MONTY
I'm sure it's just a phase she's going through. She'll be coming back sooner or later. They always do.

MILDRED
I hope you're right.

MONTY
I'm right. I'm always right.

Mildred smiles appreciatively at Monty's lies.

MILDRED
Well. There is something you may have been right about all along.

MONTY
Oh?

MILDRED
Well, it's Glendale. I've simply got to find a place more centrally located--I'm in the car all day long.

6 CONTINUED: (2) 6

MONTY
Well hallelujah.

MILDRED
And I've been thinking Pasadena. Between the three restaurants, it would really be the most convenient. Actually, I've been meaning to call you to coerce you into showing me around a little. Just to help me get my bearings. Nobody knows it better than you.

MONTY
Sounds like what you need is a real estate agent.

MILDRED
But that's exactly what I want to avoid! *

MONTY
Well. Perhaps something could be arranged... (chiding): I'd have to look at my schedule.

MILDRED
Really, Monty?

MONTY
(serious)
On one condition.

A waitress comes between them to freshen their cups. Monty picks up the bill with a sly smile.

MONTY
I get this.

Mildred smiles back, sparking a bit of that old chemistry, as MUSIC bubbles up.

7 EXT. ORANGE GROVE AVENUE - PASADENA - DAY 7 *

It's a bright sunny day as Mildred's car comes driving down * the palm-lined street. *

8 INT. MILDRED'S CAR - PASADENA - LATER 8

MUSIC continues as we ZOOM-OUT from a REAL-ESTATE BROCHURE which Mildred holds for Monty as he drives, turning pages with pictures of Pasadena properties and crossing off most of the listings with a wax pencil.

They are driving through a hedge-lined entry way to a stone mansion with a circular drive.

9 EXT. STONE MANSION 9

A VICTORIAN SPINSTER is stepping out to greet their car as they approach, followed by several CATS. Monty and Mildred take one look, shake their heads, and tear off down circular drive, laughing.

10 EXT. PASADENA MANSION - LATER 10

Finally, Mildred's car curls up to the front of the Beragon mansion, still majestic despite its considerable decline: its chipped pillars and rusty iron, its yellow lawn, hosting half a dozen agents' signs. MUSIC settles as Mildred exits the car and meanders up the steps. Monty follows, glancing back through the brochure of houses.

MONTY
Well...

MILDRED
(taking in the house)
Beautiful...

MONTY
This? Could be. With a little money spent on it.

MILDRED
What do they want for it, Monty?

MONTY
Year before last, seventy-five flat. Now it's more like thirty-thousand... Come in if you want. I don't have much to offer.

MILDRED
Just for a peep.

11 INT. PASADENA MANSION - BALLROOM - MOMENTS LATER 11 *

Mildred peeks into the grand, carved-wood panelled ballroom. * The house has changed considerably since Mildred's visit in * the rain. All the furniture, all the paintings--lamps, rugs, dust cloths--are gone, and a vast dusty absence hangs in its hollow. *

MILDRED *
Beautiful. Just beautiful. (she * wanders on) *

11A INT. ENTRY HALL - CONTINUOUS 11A *

Mildred floats up the stairs, as Monty follows. *

MILDRED
When was it built?

MONTY
Uhh--ground broke in '09. So I can * offer you tea... or something * stronger. *

MILDRED
I'd love something stronger.

MONTY
I'm out of ice and seltzer.

MILDRED
I prefer it straight.

MONTY
Ha. Since when?

12 INT. SERVANTS' QUARTERS - LATER 12

Mildred is perusing the dusky room, now furnished with the rustic furniture from his old Santa Barbara beach cabin. She * picks up a photo of Veda smiling in the stands of the polo field--just as Monty steps out of the bedroom with two glasses of Scotch.

MONTY
I do think that Oak Knoll property * is something to look into... I'll see what I can dig up on the owners.

Mildred sips, gags slightly, and Monty chuckles.

MONTY
You haven't changed so much. On liquor I'd say you were about the same.

MILDRED
Well I prefer rye, these days...
(glancing around as he snickers)
Gosh, Monty. It's such a wonderful place. I'm tempted to stop looking right now.

MONTY
It has its charms. You haven't even seen the gardens.

MILDRED
You don't have to sell me. And you don't have to stand there yelling from across the room, either.

Monty crosses to the settee like a chastised teen and flops down beside her. They sip their drinks, smiling. Then Mildred takes his little finger and tweaks it.

MILDRED
So how are you? Honestly.

MONTY
Fine.

MILDRED
I'm glad.

MONTY
How are you?

MILDRED
Fine.

MONTY
I'm glad too.

She tweaks his finger again.

MONTY
You know, gentlemen in my circumstances don't have a great deal of romance in their lives.
(MORE)

12 CONTINUED: (2) 12

MONTY (cont'd)
If you keep this up, you might find yourself the victim of some ravening brute.

MILDRED
Oh... Being ravened isn't so bad.

MONTY
Just the same, we should try and stick to the house.

MILDRED
Well one thing bothers me.

MONTY
What's that?

MILDRED
Well... If I were to actually buy the place, what would happen to you? Would there be a brute ravening around somewhere, or would I have it all to myself?

MONTY
All yours. Lock, stock and barrel.

MILDRED
I see.

She reaches for his finger but he pulls it away, annoyed.

MONTY
And I made a slight mistake before. About the price. To you, it's twenty-nine thousand, five-hundred and eighty. That'll square up a little debt I owe you, that's been bothering me for quite some time. *

MILDRED
You owe me a debt?

MONTY
If you try, I think you can recall it. (he looks at her, wolfishly)

MILDRED
Booh!

TB

12 CONTINUED: (3) 12

He laughs and takes her in his arms, MUSIC stirring. He toys with her zipper while she reaccustoms herself to his embrace. She feels her dress loosen and then his hand down the back of her legs, lifting them in the air.

MONTY
Damn it, your legs are still immoral.

MILDRED
You think they're bowed?

MONTY
Stop waving them around.

MILDRED
I asked you-

MONTY
No.

MUSIC rises as he glides his hand along one of her legs, pulling off her shoe. Then, kissing her deeply, he reaches underneath her and tugs her panties loose, sliding them up along her legs and free. Then he bends one leg up admiringly and plants a kiss above the garter on her thigh. Mildred closes her eyes, arching back her head, as Monty nestles between her legs. With a short gasp she gazes down at him, running her fingers through his hair, succumbing almost sadly, wistfully...

13 INT. BEDROOM - LATER 13

MUSIC fades as Monty reaches over to light his cigarette. He settles back in bed and Mildred nestles back onto his chest. They lay quietly, moist with color in their cheeks, until Mildred, girlish and weepy, burrows into him.

MILDRED
Oh, Monty, how could I ever live here without you? I couldn't do it!

Monty takes a few long drags before responding.

MONTY
Well. I always said you'd make some guy a fine wife if you didn't live in Glendale.

Mildred turns to look at him, lifting her head.

13 CONTINUED: 13

MILDRED
Is that a proposal?

MONTY
If you move to Pasadena, it is.

MILDRED
You mean if I buy this house.

MONTY
No--(he scoots up to flick his ash)...it's about three times as much house as you need and there are plenty of other... likely wiser choices. But I won't live in Glendale.

Mildred stares at him a moment, eyes sparkling.

MILDRED
Then all right!--(embracing him): Yes! Yes!

She snuggles up to him like a kitten and kisses the side of his face. He pecks back at her, slightly removed.

MILDRED
What do you say we ride to Laguna-- to celebrate. Under the stars.

MONTY
Mmm. Not unless I go in a dinner coat. That mockery of elegance is about all I have left.

MILDRED
Then we'll skip Laguna--I love you in a dinner jacket. We should pop champaign and step out properly! (a catch in her voice): If it's true. If we really are engaged...

Monty looks at her, her pleading liquid eyes, like a child's. And a tenderness grows in him, melting his reserve. He smiles. Slowly and deeply he kisses her on the mouth as VEDA's SINGING rises up.

14 INT. GLENDALE RESTAURANT - KITCHEN - DAY (SPRING, 1939) 14 *

Pancho stands at the dial of the kitchen radio with a dazed smile, as Veda performs on the air.

14 CONTINUED: 14

A DELIVERY BOY unloads an order of poultry as Arline puts the birds in cold storage and Mildred writes out the check.

ARLINE
(to delivery boy)
You know who that is, don't you? On the radio! That's Veda Pierce. Mrs. Pierce's daughter.

DELIVERY BOY
You don't say.

MILDRED
(handing him the check): Give my regards to Mr. Eckstein.

DELIVERY BOY
Yes, ma'am. Thank you, ma'am.

She takes the checkbook and starts out toward the dining room.

ARLINE
She's a comer, too. You watch!

15 INT. MILDRED'S OFFICE - MOMENTS LATER 15

Mrs. Jaeckel stands beside Mildred at her desk, who hands her the payroll book and receipt.

MILDRED
Here... And the receipt.
(nonchalant): Also--Mrs. Jaeckel, it appears I might be looking at some extra expenses this month and may need to adjust my compensation. What is it right now, exactly?

MRS. JAECKEL
Seventy-five a week from each of the corporation's parts, the three restaurants and the pie factory. That's three-hundred, total.

MILDRED
Starting next week, increase that to four.

MRS. JAECKEL
Four hundred.

TB

15 CONTINUED: 15

MILDRED
Yes.

MRS JAECKEL
We'll need to transfer funds from the corporate reserve, ma'am. Into current cash. To cover the balance.

MILDRED
Whatever you think best, Mrs. Jaeckel. It's just for the time being.

MRS. JAECKEL
(starting out)
Certainly, Mrs. Pierce.

Sigrid approaches from the hall, just as Mrs. Jaeckel is leaving.

SIGRID
Mrs. Pierce? It's Mr. Beragon on line one.

MILDRED
Thank you, Sigrid. (picking up): Monty?... What--you mean right now?

16 EXT. PASADENA MANSION - DAY 16

The facade of the old manor is still in mid-construction, and WORKERS scale the scaffolding. The paint-job is underway, and tools litter the yard.

17 INT. ENTRY HALL/PARLOR - DAY 17

Monty is just leading Mildred into the house, still in process though utterly transformed. Wall-to-wall carpeting and maple-paneled walls emit a warm informality. And tones of grey and ochre give an overall brightness to the newly upholstered chenille furniture and casement draperies.

MONTY
When the furniture came I couldn't resist any longer.

MILDRED
Oh, Monty--it's wonderful.

17 CONTINUED: 17

MONTY
I have a simple theory. In whatever pertains to comfort, shoot the works. But with whatever pertains to show, be a little modest. People like you better if you aren't so damned rich.

MILDRED
You're very wise.

They wander. Mildred picks up one framed photo of Veda at the polo grounds.

MILDRED
You framed it.

MONTY
(giving a little squeeze and carrying on): The dining room set arrives Thursday... but look over here.

They come to a big living room area and Mildred stops. One paneled corner displays a framed collection of Mildred Pierce, Inc. memorabilia: Mildred's first menu, her first announcements, photos of each restaurant, Mildred in her chef's cap, etc.

MILDRED
Oh, I don't know about this. You don't think it's in...(turns to him): I don't know what to think!

MONTY
(compassionately)
Sit down a minute, and take a lesson in interior decorating.

MILDRED
(sits)
I love lessons in decorating.

MONTY
Do you know the best room I was ever in?

MILDRED
No. Tell me.

17 CONTINUED: (2) 17

MONTY
It's that den of yours, or Bert's rather, over in Glendale. Everything in that room meant something to that guy. Those banquets, those foolish-looking blueprints of houses that'll never be built--They do things to you. Because it's all a part of him. And that's why the room is good. And do you know the worst room I was ever in?

MILDRED
Go on, I'm learning.

MONTY
It's that living room of yours, right in the same house. Not one thing in it--until that piano came-- *
ever meant a thing to you, or him, or anybody else. A home isn't meant to be a museum--full of Picasso paintings, or Oriental rugs, like this place used to be. It's meant *
to be furnished with things that *
actually matter. Let's have this *
place the way we want it. If you don't like the Pie Wagon corner, I do.

MILDRED
I love it.

MONTY
Then it stays.

Mildred pulls Monty to the couch and they kiss, MUSIC swirling.

18 EXT. COURTHOUSE - DAY (LATE SPRING, 1939) 18

Mildred and Monty kiss, as a flashbulb flares. They turn and hug their witness, Lucy.

19 INT. PASADENA MANSION - ENTRY HALL - LATE AFTERNOON 19 *

Celebratory MUSIC plays as a well-heeled crowd mills through * the grand entry hall, drinking and chatting gaily. *

TB

19 CONTINUED: 19

The renovation is complete, and the house glistens with its new, sunny elegance. Mildred and Bert are just emerging from * the parlor, drinks in hand. *

BERT
He's a real thoroughbred, Mildred. I couldn't be happier for you.

MILDRED
Thank you, Bert. That means a great deal to me. But where's Mrs. Beiderhof? I'd love to say hello.

BERT
Well... funny story. Maggie's husband struck oil in Texas not too long ago and Maggie, well, she decided to go join him there. These days I'm living with Mom and Pop.

MILDRED
But she--what husband? I thought she was a widow!

BERT
There's the thing of it. So did I.

MILDRED *
Oh, Bert...

Lucy and Ida are just descending the stairway, joining * Mildred and Bert, and heading into the reception room, their * SPOUSES following. *

IDA *
Honestly, Mildred, it just looks like heaven.

LUCY
It's the lap of luxury, all right.

MILDRED
I tell you it's all Monty.

20 INT. RECEPTION ROOM - MOMENTS LATER 20 *

*

20 CONTINUED: 20

IDA
Ya know, Mildred--(pulling her aside a moment): I've had a heck of a time getting you on the phone this week. Last month's books--I can't make heads or tails of the balances. If you've got just a minute tonight maybe you could clear something up for me-

MILDRED
Oh, please, Ida, can't we leave business for just one day? First thing tomorrow, I promise.

IDA
(reluctant)
Well--I s'pose it can wait one more day...

A CATERER passes and Mildred pulls him aside.

MILDRED
Still no sign of Mr. Beragon?

CATERER
Oh, yes, ma'am, he just arrived. With a young lady.

Mildred turns breathlessly toward the door as a small swell of MUSIC propels her out.

21 EXT. PASADENA HOUSE - CONTINUOUS 21

She comes rushing down the front steps of the house where she finds Monty approaching--with Arline.

MONTY
Hello, darling. Back with the olives--close call averted.

MILDRED
Thank you, Arline.

Arline hurries inside and Mildred turns away, suddenly teary.

MILDRED
They said you arrived with a young lady and I...

21 CONTINUED: 21

He puts his arm around her and she tries to shake off her disappointment.

MILDRED
I thought I was doing so well.

MONTY
You're doing brilliantly.

MILDRED
I sent her that invitation myself. And I know she saw the notices in the paper. I just... hoped, that's all.

MONTY
I'm sure she got the message.

MILDRED
Then that's even worse.

Suddenly, subtly, there's an atmospheric shift in the timbre of chatter from inside.

MONTY
Don't be so sure.

Overtaking all other sounds, the stately chords of WAGNER'S * THE BRIDAL CHORUS, on piano and string quartet, begin from * inside. Mildred turns toward the music as if pulled by an * invisible force, and Monty smiles. Then, as if from another realm, an ethereal voice begins to sing.

22 INT. RECEPTION/BALLROOM - CONTINUOUS 22 *

Mildred glides back into her home, clutching tightly onto Monty's arm, as guests turn. The crowd parts to reveal Mr. Treviso on piano, and stepping forward beside him, Veda, reaching out to the newlyweds as she sings in German, her new volcanic voice searing.

Mother and daughter embrace, encircled by loved ones--Monty, Bert, Lucy, and all the rest. Mildred is luminous with joy.

23 INT. BALLROOM - NIGHT 23

A small circle has gathered around the stone fireplace, * toasting miniature hot-dogs on skewers, as Veda delightedly * holds court.

TB

23 CONTINUED: 23

Monty lies stretched out on the floor beside her, playing perky interlocutor, and Mildred, perched on the arm of the couch, drinks in the scene with blissful contentment.

23 CONTINUED: (2) 23

MONTY
Well, goddam it, how did you get to be a singer? When I discovered you-- practically pulled you out of the gutter, you were strictly keyboard. I no sooner turn my back and you turn into some kind of a yodeler!

VEDA
Well, goddam it, it was an accident.

MONTY
Then report.

VEDA
I was at the Philharmonic.

MONTY
Yes, I've been there.

VEDA
It was the Schubert Unfinished. And afterwards, I was walking across the park to my car and I was humming it. And that's when I saw him, walking ahead of me... *

MONTY
Who?

VEDA
Treviso. And I had plenty of reason for not wanting to meet the honorable signor. See I'd played for him once and he wasn't at all appreciative. But he stopped and turned around and said: 'Was that you just now, singing?' Well I wasn't so proud of my singing just about then because I sang full chest and sounded exactly like a man. Hannen used to call me the Glendale Baritone. So I said it really wasn't his concern whether I was singing or not. And he grabbed me by the arm and said it concerned him very much, and insisted I meet him the very next day.

23 CONTINUED: (3) 23

MONTY
And?

VEDA
And I went. How could I refuse? And for a solid week he worked on me, trying to get me to sing like a woman. Until finally--finally!--it began to come. And that's when I got my revenge.

MONTY
Do tell.

VEDA
Well he said I had the voice, but to be a real musician I would have to master music, too. So I asked him if there was some sight reading he wanted done, and he handed me the Inflamatus from Rossini's *Stabat Mater*. Well nuts. I went through that like a hot knife through butter. And then I showed him my arranging and all the theory Hannen hammered into me. Well, if the wop hit gold in Death Valley he couldn't have acted more like a goof. He started going over me with his little wooden hammers, and gadgets with lights that went down my throat. He even went digging--up my...

Veda prods above her midriff and hilarity ensues.

MONTY
He went for the dairy?!

MILDRED
Now, Monty-

VEDA
Yes! Believe it or not! But it turns out it wasn't love he was looking for. Just meat! He said it enriches the tone!

Monty laughs heartily, and soon they're all quite overcome--though no one with more crowning pleasure than Mildred. Rising up gloriously is Veda singing the CASTA DIVA from BELLINI'S NORMA.

TB

24 INT. PASADENA MANSION - STAIRWAY - LATER 24

Mildred climbs the dark stairway, in satin robe and slippers, carrying Veda's stole. She turns down the hall, etched in moonlit shadows, and drifts down to the guest room door.

25 INT. GUEST-ROOM - CONTINUOUS 25

MUSIC continues as we slowly ZOOM-OUT from Mildred gently placing the stole on a chair by the door, then gazing over fondly to the bed.

Veda, deep asleep, rests in a cloud of ruffled pillows. A shadow slowly falls across her face.

CLOSE on Mildred looking down in profile as she slowly, reverently descends. MUSIC shimmers as she gives a ghostly stroke to Veda's tussled hair, landing with a deep kiss on Veda's silver lips. The aria reaches its ecstatic peak.

26 INT. RADIO STUDIO - STAGE - DAY (LATE SUMMER, 1939) 26

Mildred watches, exalted, from the control booth overlooking the sleek, deco NBC studio stage, where an elite studio audience observes Veda perform.

Veda stands before a large microphone on the low sweeping stage, dressed in black satin. She performs with great feeling, as Treviso conducts the studio orchestra, moving her hand with measured bravado.

Monty glances over at Mildred as the aria reaches its climax.

CLOSE on Veda, holding a sustained note triumphantly for several seconds before dramatically resuming the melodic line, a capella. As she comes to the finish she slowly extends one hand and turns it over, palm up. The studio audience erupts in cheers. Up in the control room, the RADIO ANNOUNCER speaks into the mike:

RADIO ANNOUNCER
You just heard the Casta Diva aria from Bellini's Norma, performed by Miss Veda Pierce, conducted by...

TB

27 INT. RADIO STUDIO - RECEPTION AREA - DUSK 27 *

Mildred moves through the well-heeled, cocktail-sipping crowd, escorted by Veda's agent, MR. LEVINSON (30's), a small man with fuzzy hair. The excitement in the room and the ambient praise is palpable.

MILDRED
... And that final a cappella in the Norma Casta Diva, when she lifted up her hand just so... *

LEVINSON
I tell you, if I ever saw one right out of the can, Mrs. Pierce, she's it, your daughter.

They approach a corner lounge, where Veda stands with Monty and MR. HOBEY, a paunchy executive with yellow hair.

LEVINSON
There she is, there's Veda.

MILDRED
Thank you, Mr. Levinson.

MR. HOBEY *
Now I'm not usually one to make rash decisions, Miss Pierce. But we're about to start promotion on a new vitamin bread--it's called Sunbake, and-

LEVINSON
I handle Miss Pierce--Moe Levinson.

MR. HOBEY
(shaking hands): Ted Hobey, president of Consolidated Foods. I'll cut right to the chase, Mr. Levinson.
(MORE)

27 CONTINUED: 27

MR. HOBEY (cont'd)
I'm prepared to offer your client a two-year contract--twenty-five hundred a week, plus guaranteed mention in 25 percent of Consul's national advertising--if she would come to New York and sing for Sunbake Bread. How does that strike you?

There's a small rush of excited glances as Mildred puts a giddy arm around her daughter and gives her a squeeze.

MR. LEVINSON
Sorry, pal, it strikes me fine, but she's sewed. She sings for Pleasant, the mentholated cigarettes, so it's out of the question.

VEDA
But... New York. (turning to Levinson): Certainly there must be something we could...

MR. LEVINSON
Sorry, kid, a contract's a contract. You signed on the dotted line. Nothing to do about that.

VEDA
But...

MR. HOBEY
Well... I'm sorry to hear it. But if anything changes, you keep us in mind. (handing Levinson his card): The offer stands.

VEDA
(graciously)
Thank you, Mr. Hobey, we certainly shall.

Hobey departs, accompanied by Monty.

VEDA
Sewed? To Pleasant cigarettes? For an entire year?

LEVINSON
Five hundred a week is nothing to sneeze at.

27 CONTINUED: (2) 27

MILDRED
It's true, dear. That's still a great deal of money.

VEDA
That's not the point, Mother. There are levels in this business, and we just had the chance to move up and we missed it. Do you know what New York means to a classical singer? If Levy here would have looked ahead two minutes instead of jumping on the first boat that came along, if he hadn't been so greedy...

LEVINSON
Hey, hey. Now s'pose ya take it back. S'pose ya say ya sorry.

VEDA
Why should I? It's the truth, isn't it?

MR. LEVINSON
'Cause I got an offer for ya and this you're going to want to hear.

VEDA
What offer?

Levinson puffs his cigar, taking his time, as Monty returns.

MR. LEVINSON
The Philharmonic. Headliner.

MILDRED
The Philharmonic Auditorium?--why that's <u>marvelous</u>!

MONTY
Big time.

VEDA
Then, accept... If the terms are suitable.

MR. LEVINSON
Not so fast, baby. It's kind of a double offer. They'll take Pierce or they'll take Opie Lucas--they leave it to me.
(MORE)

(CONTINUED)

27 CONTINUED: (3) 27

MR. LEVINSON (cont'd)
I handle ya both, and Opie, she don't cuss me out. She's nice.

VEDA
A contralto's no draw.

MR. LEVINSON
Contralto gets it if you don't 'pologize.

Veda's lips part, her mouth thick and wet. Her eyes dart.

VEDA
O.K. Levy. I apologize.

Levinson takes one step closer, staring her down, then relents, smiling. He starts off toward a group of PHOTOGRAPHERS.

MR. LEVINSON
(lightly): Don't go startin' noth'n with Moe Levinson. Maybe ya don't know where ya comin' out...

MILDRED
Monty. Go find Tommy, would you? Tell him we'll be ready very soon.

MONTY
Yes ma'am. (to Veda): Congratulations, kiddo!

VEDA
Thanks, Monty.

MILDRED
(taking her arm): Oh, Veda. The Philharmonic. Do you remember the first concert I took you to at the Philharmonic? It was a Young People's Concert and you were seven years old- *

LEVINSON
(calling over)
Picture time, doll. You mustn't keep the boys waitin'.

VEDA
Excuse me, Mother.

TB

27 CONTINUED: (4) 27

MILDRED
You go on.

The bulbs begin flashing and Mildred is left, beaming in the sparkling light.

28 INT. PASADENA MANSION - RECEPTION ROOM/BALLROOM - LATER 28

Golden champagne froths into a fluted glass. Monty pours, lifts the glasses, and walks, heading toward the excited voices in the next room.

Veda and Mildred sit on the couch, plotting, as Monty enters and delivers the bubbly.

MILDRED
...and then there's the dress to consider--the color, the fabric.

VEDA
Not to mention the little matter of a publicity agent--it's too much for Levy alone. Thank you, Monty.

MILDRED
I saw a lovely pale peach gown at Bullocks, in satin.

VEDA
This isn't the kind of dress you shop for, Mother.

MILDRED
It's not?

VEDA
This dress gets made. And the hat.

MILDRED
A hat? For the Philharmonic?

VEDA
Just for the first interval. To give a sense of progression, a gain in intimacy.

MONTY
The consummate showman.

28 CONTINUED: 28

MILDRED
(to Monty): You know, we're going to need to reserve seats. A dozen at least.

MONTY
I'll talk to Levinson in the morning.

MILDRED
Yes, do. And some sort of supper following. That needs planning as well.

MONTY
Well, I'm done in. You ladies are obviously up for hours, scheming.

VEDA
Oh, don't go, Monty.

MONTY
You might have heard: I have chores in the morning. (pecks Veda on the cheek, to Mildred): I think I'll stay in the tackroom tonight.

MILDRED
I don't want to turn you out.

MONTY
That's quite alright.

They give each other a quick kiss goodnight.

MILDRED
I guess we're truly middle-aged, aren't we, Monty?

MONTY
I guess that's it. Good night, dear.

MILDRED
Sleep tight.

Monty ascends into shadows as Veda's voice bubbles up, practicing scales.

TB

29 INT. TREVISO'S STUDIO - DAY (FALL, 1939) 29

The door to Trevisio's studio is cracking open, revealing Veda rehearsing inside, with Treviso at the piano. Without turning he waves the visitor in. The door opens and the Receptionist nods to Mildred who enters carrying a basket lunch and a large thermos. She gingerly deposits her offerings on a coffee table, gives Veda a quick wave, and tip-toes out the door.

30 INT. GLENDALE RESTAURANT - OFFICE - DAY (EARLY, 1940) 30

We follow Sigrid into Mildred's office where we find her at her desk on the phone, pad and paper in hand. Bills and messages have begun piling up.

MILDRED
Yes, that's four pounds shrimp, four pounds lobster, two pounds crab... Yes, and one pound caviar... That's correct... Same account, and it's July 20th... * Thank you, Mr. Peters. (she hangs up): Yes, Sigrid?

SIGRID
I have a pile of messages. Mr Eckstein called, says he still hasn't received his January payment.

MILDRED
I'll have to call him back.

SIGRID
Also, your florist called. Plus Ida again-

MILDRED
Oh, shoot. Is that the florist's number?

SIGRID
Yes. Oh and Mr. Burgan called.

MILDRED
Wally? What did he want?

SIGRID
He didn't say. Just that it was important you call him back.

TB

30 CONTINUED: 30

MILDRED
(dialing the florist)
Take messages, Sigrid. I'll get back to them as soon as I can.

SIGRID
(starting out)
Yes, Mrs. Pier--Yes, Mrs. Beragon.

31 EXT. PASADENA MANSION - DAY (JULY, 1940) 31

From the upstairs window we see a liquor dispensary truck unloading cases of wine and liquor, and Monty starting out to inspect the order.

32 INT. ENTRY HALL/RECEPTION ROOM - LATER 32

Monty oversees the stocking of liquor with the help of FREDERICK, the black groundskeeper. We see MAIDS polishing silver and crystal. A general sense of excited preparation is in the air, as Mildred hurries down the stairs, armed with pad and paper.

MONTY
Afternoon, dear.

MILDRED
I thought you were seeing to the garden today.

MONTY
I was. But the liquor just arrived, so Frederick and I are stocking the galley. Just checked the Chateau Lascombes, 1929. A perfect year. (offering her his glass): Taste?

MILDRED
Honestly, Monty. At this hour.

From the next room we hear Veda's voice rising.

VEDA (O.S.)
No, Levy, no. None of this 'Pasadena starlet' business.

33 INT. PARLOR - CONTINUOUS 33

Mildred finds Veda pacing before Levinson, throwing down a newspaper section onto a table.

VEDA
...It's got to be Glendale! And radio! And studied right here in Los Angeles!

Mildred takes a glance at the page. It features a photo of Veda beneath the headline: **Pasadena's Veda Pierce Takes the Philharmonic.**

LEVINSON
Whataya mean? This is fantastic. You couldn'ta written it better yourself.

VEDA
There's two-thousand seats in that place, Levy--they've got to feel like I'm one of them...! Don't you see?

LEVINSON
Well... okay. I guess you gotta point. Afternoon, Mrs. Beragon.

A DRESSMAKER is just approaching with a large sketch-pad.

MILDRED
Never thought I'd hear you rooting for Glendale.

VEDA
First time for everything. Ready, Mrs. Temple?

The Dressmaker opens the sketch-pad and everyone gathers to look. We see a large color sketch of a pink and green dress with a laced bodice and a matching bonnet. Monty saunters over with his glass of wine and perches on the arm of the sofa.

MILDRED
Oh, Veda. I think it's enchanting.

LEVINSON
First class.

VEDA
We added the bodice. (showing Monty): It doesn't look too vaudeville?

MILDRED
Vaudeville?

VEDA
I can't come out looking like both Gish sisters.

MILDRED
Oh, don't be silly.

MONTY
I'd skip the bodice.

VEDA
Alright--(to the Dressmaker): Without the bodice. But with a matching parasol.

DRESSMAKER
A parasol? By Friday? (to Mildred): It'll have to be a rush.

MILDRED
Whatever she needs, Mrs. Temple. This is a very special occasion.

VEDA
Mother--the time! I have rehearsal at three.

LEVINSON
Come... I'll take ya. I'm heading that way now. Mrs. Beragon, Mr. Beragon.

There is a bustle of activity as Veda, Levinson and the Dressmaker gather their things to go, while Mildred circles and Monty observes from the sofa.

MILDRED
Well you two run along. There's still loads to do here. The silver. The linens... (spotting Monty): Look at you, you'd think nothing was happening around here--in four days time! You'd think everything just happens by itself...!

TB

33 CONTINUED: (2) 33

Monty just raises his glass to her as she charges on.

34 EXT. PHILHARMONIC AUDITORIUM - NIGHT 34

RADIO DRONES of war in Europe as a line of brake lights crowd * the street. Cars honk. Mildred's car is stuck in traffic as * they approach the theater. *

MILDRED *
The crowds, Tommy... I had no idea. *

TOMMY *
It's a scene all right. *

MILDRED *
I'm going to get out here. *

TOMMY *
Sure thing, Mrs. Beragon. And tell * Veda break a leg. *

MILDRED *
Thanks Tommy--I shall! *

She hurries out of the car and squeezes past the honking * vehicles to the corner. There she stops, taking in the view * of the theater from across the street. *

Kleig lights waft against the glowing marquee. Veda's name * sings. And down below, THRONGS OF PEOPLE collect in the balmy * evening before the large majestic hall, joining together to witness the birth of the city's new star. Among them is Bert, * waving to Mildred. She spots him and hurries across the * street. They start off together to the stage door. *

35 OMITTED 35 *

36 OMITTED 36 *

37 INT. BACKSTAGE/EXT. DRESSING ROOM - MOMENTS LATER 37 *

Mildred and Bert rush past the backstage traffic on their way to the dressing room door, as tuxedoed MUSICIANS swarm by, and MUSIC fades.

MILDRED
Have you seen her yet?

TB

37 CONTINUED: 37

BERT
Not yet. Just got here myself.

MILDRED
Monty drove her to rehearsal hours ago. But the traffic was horrid!

Just as they arrive a cluster of PRESS are spilling out the door. Mildred catches a flash of Veda inside, Monty nearby, before a plump STAGE MANAGER shuts the door. The lights are already flashing.

MILDRED
Veda!... That's my daughter.

STAGE MANAGER
Sorry, lady. There just isn't time. But I'll make sure she gets your flowers.

Mildred looks back at him, crestfallen. A buzzer sounds.

BERT
Suppose we ought to find our seats.

38 INT. PHILHARMONIC AUDITORIUM - BALCONY - LATER 38

An USHER is escorting Bert and Mildred to their front-row balcony seats, just as the lights begin to dim and the orchestra begins tuning up. Arriving at their seats, Bert and Mildred wave hello's to Bert's parents, seated in the next aisle, Lucy, Ida and Levinson, all seated with their spouses.

BERT
I'm telling you, Mildred, this thing is a sell-out. Just look at the upper seats.

For the first time Mildred looks out at the crowd, taking in the sheer number of people who've come to see her daughter perform. As Treviso enters and the audience applauds, Monty appears, nodding quick hellos, and settling down beside Mildred.

MILDRED
How is she? Was she nervous?

MONTY
Yeah. Like steel.

TB

38 CONTINUED: 38

The lights dim and Treviso lifts his baton. The stately entrance to the CARO NOME aria from VERDI'S RIGOLETTO begins as Mildred looks down at her program. She runs her finger to the opening piece, which reads: **Giuseppe Verdi *Caro Nome* from Rigoletto**

She looks up just as

Curtains part on Veda, standing before a richly colored backdrop, dressed in the pink and green gown, and holding an open parasol, which frames her bonnet in a luminous pink circle. Applause fills the arena as she stands a moment, smiling at the crowd. Then, taking a few steps, she closes the parasol and plants it on the floor in front of her. Then folding both hands over its rather high handle, with demure composure, she begins to sing. And as she comes to the end of the first measure she holds the customary note, extending her arm grandly, before rejoining the orchestra.

Bert and Monty exchange proud smiles, but Mildred doesn't break her rapturous stare. Instead she leans in closer. From her view, Veda appears onstage like the floating, angelic embodiment of her crystalline voice and she devours the image, flushed with feeling.

Monty and Bert smile at Mildred's intensity.

, who finally looks back. He gives her a wink and offers her his opera glasses. She struggles to unhinge them and he assists her, then she eagerly levels them at Veda.

UP CLOSE, though, she sees the theatrical make-up, the wan, stagey look Veda turns on the audience, and the sharp, cold stare she occasionally shoots at Treviso between lines.

Mildred lowers the glasses, and resumes her admiration from afar.

39 INT. STAGE/BALCONY - LATER 39

During the second number, DER HOLLE RACHE KOCHT IM MEINEM NERZEN, from MOZART'S THE MAGIC FLUTE, Veda's voice swirls with the circling melody, then rises up in dizzying arpeggios.

Monty is taking out his opera glasses. He offers them to Mildred, who takes a moment to respond. She struggles to unhinge them and he assists her, then she eagerly levels them at Veda.

39 CONTINUED: 39

UP CLOSE, though, she sees the theatrical make-up, the wan, stagey look Veda turns on the audience, and the sharp, cold stare she occasionally shoots at Treviso between lines. *

Mildred lowers the glasses, eager to resume her immersion from afar. But the aria reaches its triumphant finish and before she knows it Veda has bowed and run off the stage, and the audience thunders with applause. *

Mildred, clapping eagerly, struggles to take it all in. *

40 INT. PHILHARMONIC AUDITORIUM - LOBBY - LATER 40

The gilded lobby is ablaze with excitement as Mildred, Monty and Bert survey the scene.

TB

40 CONTINUED: 40

CONCERTGOERS in suits and gowns drink and smoke, extolling snippets of praise--"Wonderful," "Marvelous," "Sensational."

BERT
Well it's none of my business but in my opinion, after an applause like that, Treviso could have let her sing an encore.

MONTY
I'm not much of an authority in this field, myself, Bert, but my impression is that encores are rarely sung in the first half of a program. It's all reserved for the end.

MILDRED
I'm sure that's the case.

BERT
My mistake then. All I know is they're eating it up.

MONTY
Oh, they're eating it up all right.

MILDRED
Oh, yes.

The searching tones of VERDI's TOSCA change the temperature.

41 INT. STAGE/BALCONY - LATER 41

Veda performs QUI LA VOCE from BELLINI'S I PURITANI without parasol, the bonnet in her hand, and a single orchid pinned to her shoulder. *

Mildred swoons. *

Then everything stops as she slowly climbs the final measures a cappella, peaking with bell-like notes that fill the gilded hall. Then with a quick flourish it ends and the sound that sweeps the amphitheater is thunderous. *

TB

41 CONTINUED: 41

Veda bows many times, retreats backstage and returns, without hat or any encumbrance, just a simple, friendly young girl hoping to be liked. Applause clears quickly as she speaks.

VEDA
Even if it's not a song that's supposed to be sung on a symphony program, may I sing a song just because I want to sing it?

The audience applauds amiably. Monty glances over at Mildred who knows something's coming. Then the orchestra strikes up an old favorite, I'M ALWAYS CHASING RAINBOWS, which Veda begins at the bridge.

MONTY
(whispering)
This one's just for you.

VEDA
(sings)
Some fellas look and find the sunshine/But I always look and find the rain/Some fellas make a winning some time/I never even make a game/ Believe me.../I'm always chasing rainbows/Waiting to find a little bluebird/In vain

Mildred watches in a state of suspended, heartstopping joy, with the strange, haunting awareness that this is the climax of her life.

FADE TO BLACK

42 OMITTED 42 *

43 EXT. LAGUNA RESTAURANT - LATE DAY 43 *

MUSIC leaves a sullen residue as waves pound against the rocks. *

The restaurant is closed on this dank, overcast day, though partly lit from inside. From a distance we see Mildred in shadow, hurrying up the planked steps. *

44 EXT. LAGUNA RESTAURANT - VERANDA - LATER 44 *

Mildred huddles with Wally outside the main dining room, speaking in low voices. *

(CONTINUED)

44 CONTINUED: 44

She peeks through the blue smoke hanging in the next room at * the men gathered within. Otherwise the restaurant is empty. *

*

(CONTINUED)

44 CONTINUED: (2) 44

WALLY
Eckstein, Rossi, Gurney, your market man and your two grocers. Look, all they want is some reassurance.

MILDRED
I spoke with Mr. Eckstein, and I know for a fact payments went out last Monday-

WALLY
The payments did not all go out on Monday. Or the Monday before. Look, Mildred, no one here wants to make any trouble. Believe me, as council to your creditors, it's in the interest of everyone at that table that you get yourself back on your feet and become the A1 customer you've been in the past.

Mildred sighs.

45 INT. LAGUNA RESTAURANT - LATER 45

A financial dossier is being passed along and pored over by Mildred's creditors, seated around the smoky banquet table: MR. ECKSTEIN, MR. ROSSI, MR. GURNEY, plus two GROCERS and one MARKET MAN. Mildred is seated at one end of the table, still in her coat, and Wally stands opposite.

MR. ROSSI
Well the bakery must be doin' alright--I see your pies all over town.

MILDRED
No, the bakery is doing just fine, thank you, Mr. Rossi. As are the restaurants in Glendale and Beverly. But here in Laguna, since the opening of the Victor Hugo down the street, we have seen a dip in business.

45 CONTINUED: 45

MR. GURNEY
Must be quite a dip.

MILDRED
It's not as bad as all that.

ECKSTEIN
Then where's the problem?

The men scrutinize Mildred.

MILDRED
It's true this year I've had personal expenses and household debt that were more than anticipated. And I've had to increase my salary for several months to compensate. Though I certainly think it's fair, considering my investment, should the occasion-

ECKSTEIN
Hold on, hold on. So, what you're telling us is you'd be showing a profit if it wasn't for your mansion in Pasadena?

MILDRED
(with a little squint)
To be honest, Mr. Eckstein, it really isn't anyone's business.

The table breaks into grumbles.

WALLY
None of it's anybody's business. Mildred. If we just went by what was our business, we'd have gone to court already, and kept our questions to ourselves. But we didn't do that. We wanted to give you a break and hear what you had to say.

MILDRED
So what do you want to know?

WALLY
I want to know what Veda pays in. She's the big expense, isn't she?

45 CONTINUED: (2) 45

MILDRED
I don't keep books on my own daughter.

WALLY
Mildred, Veda's making plenty. 500 a week from Pleasant plus what I got her in the settlement. Why wouldn't you be justified in deducting an amount that could ease the pressure all around?

Mildred sees Wally throw a look to Eckstein, who glances down--and she regards the table with fresh suspicion.

MILDRED
Wally, neither you nor anybody else has the right to take what belongs to me, or what belongs to my child, to pay the bills of this business. (she gets up, restless): Maybe you've forgotten, Mr. Wally Burgan, that it was you that told me to incorporate for precisely this reason--to keep my personal property safe from any kind of creditor--Maybe you've forgotten, but I haven't.

WALLY
No, I haven't forgotten it. (he stands and approaches) And you're right, nobody here can take one dime of your money, or Veda's. All they can do is go to court, have you declared a bankrupt, and take over. The court will appoint receivers. And you'll be out.

MILDRED
Fine, then I'm out.

WALLY
You'll be out, and Ida'll be in.

MILDRED
...Who?

WALLY
You didn't see that, did you?

(CONTINUED)

TB

45 CONTINUED: (3) 45

MILDRED
Ida? That's a lie. She would never-

WALLY
Oh, yes she would. Oh she cried at first and said she wouldn't even listen to such a thing, she was such a good friend of yours. But she couldn't get to you for weeks, for a little talk. You were too busy with the concert. Maybe that hurt her a little, maybe that made her wonder. Anyway, now she'll listen to reason, and we figure she can run this business as good as anybody can run it. Not as good as you, maybe, when you had your mind on it. But better than a stage-struck dame that would rather go to concerts than pay what she owes.

Mildred tears up, as a shadow of MUSIC forms.

WALLY
I'm telling you, Mildred, there's three things you've got to do. You got to cut down on your overhead, so you can live on what you make. You got to raise some money--from Veda, from the house in Glendale--someplace, so you can square up these bills and start over. And you got to cut out this running around and get down to work. You show us some action by a week from tonight and you can forget it, what's been said. You don't, and maybe we take a little action ourselves.

Mildred staring, turns and steps away, into the dark, as MUSIC looms.

46 INT. MILDRED'S CAR - NIGHT 46

Mildred's face flickers into view, rigid in thought, driving home through a dark canyon, her mind racing.

47 EXT. OPEN FIELD - NIGHT 47

Black oil derricks loom in the distance as Bert paces, holding a flask, and Mildred sits on an old fence, hands in her lap. Lit by the headlights of Mildred's car, we can see she's been crying.

BERT
Well... If everything you tell me is accurate-

MILDRED
Oh, it is, it is, Bert. I've told you everything. You're the only one I've told.

BERT
Well... as far as I can tell there's been no actual violation of the law... Not saying it wasn't pretty damn foolish.

MILDRED
I know it was foolish.

BERT
But the fact is, she's the one that's costing you money, and she's the one that's making it. She's got to kick in. That's all there is to it.

MILDRED
I never wanted her to know.

BERT
I never wanted her to know either, but she found out just the same when I hit the deck. If she'd had a little dough when Pierce Homes began to wobble, and I'd taken it, and Pierce Homes was ours right now, she'd be better off, wouldn't she?

Mildred looks at him, comforted. She reaches for the flask and takes a swig.

BERT
And who the hell put that girl where she is today?
(MORE)

TB

47 CONTINUED: 47

BERT (cont'd)
Who paid for all the music? And that piano. The car and the clothes-

MILDRED
You did your share.

BERT
(sitting): Mighty little. (he takes back the flask)

MILDRED
You did a lot. You did plenty. Oh we lived very well before the Depression, Bert, as well as any family ever lived in this country. And for a long time. Veda was eleven years old when we broke up, and she's only twenty now. I've carried on nine years, but it was eleven for you.

Mildred kisses his hand. Her expression darkens.

MILDRED
Bert, would you talk to her?... I can't ask her for money. I'm not Wally--I wouldn't know how to begin...

BERT
Sure.

Bert and Mildred get up to leave, but Bert stops a moment, brooding over something as they stroll back to the car. The night air is moist with the approaching dawn.

MILDRED
So tomorrow sometime? At the house?

BERT
Mildred... I don't think it can wait til tomorrow.

MILDRED
Why? What do you mean?

BERT
You've got to talk to her tonight.

MILDRED
Tonight? It's too late, she'll be asleep-

TB

47 CONTINUED: (2) 47

They've arrived at the car and he stops and turns to her.

BERT
I can't help how late it is--you've got to see her tonight. Because you forgot, and I forgot, and we both forgot who we're dealing with here. Mildred, you can't trust Wally Burgan, not even till the sun comes up. He was my pal, and he crossed me, and he was your pal, and he crossed you. But he was Veda's pal too, Mildred. And maybe he's getting ready to cross her too and somehow get his hands on her dough-

MILDRED
He can't, not for corporate debts-

BERT
How do you know?

MILDRED
He told me so--he helped me set up the-

BERT
That's it, he told you. Wally Burgan told you. How can we believe anything that guy says? Maybe that meeting tonight was just a phony. Maybe he's getting ready to compel you to take over Veda's money, as her guardian, so he can attack it. She's still a minor, you know.

He opens the door for her and slides in after she does.

BERT
Mildred, you're seeing her tonight. And you're getting her out of that house, so no process server can find you. You understand me? You're meeting me at the Brown Derby in Hollywood for breakfast, and by that time I'll be busy. (he starts the car): There'll be <u>four</u> of us at that table--the three of us and a lawyer.

They whisk off, full of conspiratorial excitement.

TB

48 INT. PASADENA MANSION - ENTRY HALL - LATER 48

Mildred unlocks the front door of the house and stands for a moment inside the quiet, cavernous dark. The house is silent. She gropes for the banister and starts up the stairs.

49 INT. SECOND FLOOR HALLWAY/VEDA'S ROOM - MOMENTS LATER 49

Mildred feels her way to Veda's door, and taps lightly. No answer. She taps again.

MILDRED
(loud whisper): Veda... Veda!

She quietly turns the knob and the door creeps open.

Mildred tiptoes over to the bed, but finds no one there. She snaps on the bed light and finds the bed undisturbed. *

She walks past the bathroom and peeks into the dressing room. An evening gown lies draped over a chair.

49A INT. SECOND FLOOR HALLWAY - CONTINUOUS 49A

Her tempo quickening, Mildred hurries up the small flight of stairs towards the servants quarters.

49B INT. THIRD FLOOR HALLWAY - CONTINUOUS 49B

Mildred hurries down the hallway to Monty's room.

50 INT. MONTY'S ROOM (PREVIOUSLY SERVANTS QUARTERS) 50

She steps inside to the bedroom door and gives it a knock. There's no answer and she knocks again.

MILDRED
Monty!

MONTY (O.S.)
(sleepily, disagreeably)
Yes?--What?

MILDRED
It's me. I have to see you. Let me in.

50 CONTINUED: 50

MONTY (O.S.)
What is it? Why don't you go back to bed and let me sleep?

Mildred raps imperiously on the door.

MILDRED
Let me in. It's about Veda.

Monty finally comes to the door and half opens it, leaning against it groggily.

MONTY
Now, what?

MILDRED
I need to find Veda and she's not in her room. She hasn't been there all evening.

MONTY
For God's sake, is she an infant? Maybe she went somewhere. Maybe she had a blowout. Maybe she's looking at the moon. It's a free country.

MILDRED
She didn't go anywhere.

MONTY
How do you know?

MILDRED
Her dress is there.

MONTY
Couldn't she have changed it?

MILDRED
Her car is there.

MONTY
Couldn't she have gone with somebody else?

Mildred hadn't thought of that. She sighs, resignedly, about to retire, when she notices something about Monty's arm, the way he's leaning on it across the door. MUSIC leaking...

MILDRED
Why are you-?

TB

50 CONTINUED: (2) 50

Mildred pushes down on it and Monty totters back. Her hand, resting on the door frame, slips up, flipping the light switch.

Inside Veda is looking at her, from the bed.

MILDRED
Oh God-...

Monty turns, sauntering back toward Veda, as MUSIC twists up from the depths, drugging everything that follows.

MONTY
(caustic)
Look, dear. You have a caller.

VEDA
(coldly): Mother.

MONTY
(looking back at Mildred)
She looks a bit confounded, doesn't she? For the life of me, I don't know why.

Mildred, faint, sinks into a chair by the door.

MILDRED
(swallowed)
Howcouldyou...

MONTY
(smiling ghoulishly)
How could I?... How could I?

MUSIC begins to burn slightly, as Monty paces, working himself into a feverish rant. Mildred stares dumbly at the ground as Veda languorously fishes for a cigarette on the floor and lights it.

MONTY
That's quite rich, coming from you. After so many years of... using me for all your special purposes... Expecting me to jump every time you dropped a bill and then begrudging me every cent--You don't think much of me, do you?

VEDA
(smoke curling from her mouth)
(MORE)

(CONTINUED)

TB

50 CONTINUED: (3) 50

VEDA (cont'd)
Does it make any difference what she thinks? Or what she pays for?

Mildred quivers, lifting her eyes. Monty swims at the margins of the room while Veda cooly smokes, refusing to look at either one of them, locked in her own protective hide.

MONTY
You thought you held the strings on everyone, didn't you, Mildred? You thought you could come around and dress me up and use me as bait to lure your famous daughter back to the teet.

MILDRED
No...

Veda remains utterly disinterested in Monty's speech.

MONTY
But it was live bait, Mildred, and guess what? This time the quarry and the bait fell in love! No kidding. And for the first time in your life there's NOTHING you hear me NOTHING YOU CAN DO ABOUT IT!!

VEDA
(rousing from her inattention):
Darling, please. All this screaming. Get dressed now and we'll clear out.

Monty glares at Mildred and Veda both, then surrenders to the bathroom.

Veda, eyes like a snake, finally returns Mildred's gaze, then looks away and gets up from the bed. She is utterly naked. Calmly, sadistically, she glides over to the vanity and sits down in front of the mirror. MUSIC bends queerly as she begins brushing her hair, little cadenzas cascading absentmindedly from her throat.

Mildred stares like an animal, struggling to catch her breath. When Monty returns in tweed pants, hat in hand, Veda nods and squashes out her cigarette. Monty, a little fraily, hands her her kimono which she takes without looking.

Then all at once Mildred lunges. Veda crumples to the floor but Mildred is on top of her, scrambling to grab hold. Her necklace breaks, beads going everywhere.

TB

50 CONTINUED: (4) 50

Then Mildred gets her hands around Veda's neck and begins squeezing. Veda scratches wildly at her eyes and face, as Monty tries to pull her off. But Mildred's grip is like steel.

Veda's red face turns purple and her slaty blue eyes lose expression. Finally, Monty knocks Mildred hard with his elbow and she hits the floor.

Veda rises, clutching her throat, gasping for air. Monty reaches to help her.

MONTY
Relax. Take it easy.

But Veda pushes him off and staggers to the door.

Mildred, sensing some evil intention, lurches after her, and Monty follows.

51 INT. ENTRY HALL/STAIRS - CONTINUOUS 51

Veda, bare and white beneath her open kimono, staggers down the stairs with Mildred following and Monty following her.

MONTY
Stop it. Stop it now. This is damned nonsense.

Down below, Letty and Frederick, in nightclothes, look on in horror as the ghastly procession heads down the staircase in the gray light.

52 INT. BALLROOM - CONTINUOUS 52

Veda reels over to the piano, crashing down onto the keys. Her breath comes fast now and suddenly a gash of vomit slashes the keyboard. She coughs and spits and tries to clear her throat. She strikes a proper chord on the piano and tries to sing. First, nothing comes out, then a deep, uncanny croak, like a man's voice. She tries again, but to no avail. With a scream she falls to the floor, coughing and crying.

Mildred slinks down onto a bench. Monty starts to cry.

MONTY
Came the dawn... God, what a dawn.

FADE TO BLACK

TB

53 EXT. DOWNTOWN GLENDALE - DAY (DECEMBER, 1940) 53

Christmas decorations glint in the Southern California sun, as a familiar car passes along the commercial street.

54 EXT. GLENDALE HOUSE - DAY 54

Mildred's car turns down the quiet block and pulls up into the drive. Bert and Mildred climb out, fetching luggage from the trunk. They make their way to the front door. Mildred points something out about the ivy and Bert nods in agreement, as Mildred fishes for her keys.

55 INT. GLENDALE HOUSE - LIVING ROOM - DAY 55

They open the door and switch on the lights.

THE GROUP
Surprise!

A banner hangs reading: **Welcome Home, Mildred & Bert!** And assembled below it are all of Mildred's nearest and dearest: Lucy, Mom and Dad Pierce, Letty, Arline, Sigrid, Emma, Hans, * Ike, Ida's husband, Tommy and Archie. *

LUCY
To the newlyweds.

MILDRED
Oh, Lucy. You shouldn't have.

LUCY
Welcome home, you two.

General milling and greeting ensues as Mildred and Bert embrace Bert's parents and Lucy helps clear their luggage. She comes back for Mildred's coat.

LUCY
So you liked Reno all right? I hear it's something.

MILDRED
We liked it fine. It wasn't here anyway, that's the main thing. Once the divorce came through, and Bert arrived, that's all I wanted.

55 CONTINUED: 55

LUCY
Well we're sure glad to have you back. (glancing at the punch): I couldn't find the server.

MILDRED
I'll get it. (Lucy follows her to the kitchen): How's Laguna?

56 INT. KITCHEN - CONTINUOUS 56

Mildred gets the punch-server from a drawer but they linger.

LUCY
Picking up. Strange, though, working for Mildred Pierce, Inc. without you, baby. I'll tell you that.

MILDRED
And the new boss?

LUCY
Ida? I tell you, Mildred, I give her hell. But we're still standing. I thought she'd be here by now.

MILDRED
(peering out as well)
Anyone else you're expecting?

LUCY
Nope. (smiles, shaking her head): And if it's Veda you're hinting at I did try calling. Didn't hear back.

MILDRED
Well. I wouldn't have thought... We did get a wonderful letter though, congratulating us. And her voice is nearly healed, she said, which is...

LUCY
Well that's a load off.

MILDRED
It would be. If Pleasant cigarettes hadn't cancelled her contract.

56 CONTINUED: 56

LUCY
I meant for you.

IDA (O.S)
Mildred?

Mildred turns to find Ida peeking shyly through the door, having quietly snuck in with a big bouquet of gladiolas.

MILDRED
Ida! Oh, Ida, I'm so pleased you came. (taking the flowers): Thank you, they're beautiful.

IDA
Oh, Mildred, I just... I can't tell you how sorry I am.

MILDRED
Oh Ida, you did what you had to do.

IDA
I just wish it coulda gone in a different way.

MILDRED
It's water under the bridge.

Outside, there's a ring at the bell.

IDA
Well. You know, Mildred. Mr. Chris came in the other day. I tell ya, he was furious about the quality of pies he's been getting since we been cutting back.

LUCY
Can't blame him.

IDA
So I told him what happened and explained how they weren't your pies no more. And he says to me, 'Why not? She still got hands, doesn't she?' Now, I know I shouldn't be drummin' up more competition but...

LUCY
There ya go!

TB

56 CONTINUED: (2) 56

They all three laugh, until Mildred notices Bert, standing at the door, subdued.

MILDRED
Bert?

BERT
It's, uh...

He beckons her out the door and she follows.

MILDRED
What is it?

BERT
(quietly): Veda's here.

MILDRED
(turns): Veda? Well, let her in.

BERT
She's outside. She wants to talk out there.

MILDRED
But why?

BERT
I don't know.

Mildred looks at him a moment, her excitement laced with caution. She starts out wordlessly, and he follows.

57 EXT. GLENDALE HOUSE - DAY 57

Veda stands in front of a taxicab, waiting. Mildred stops a moment when she sees her, then starts over to greet her, stopping short of embrace. Bert settles a few paces back.

MILDRED
Veda!... Come inside. There's food.

VEDA
I can't, Mother. Hello, Father.

BERT
Veda.

MILDRED
But you've come all this way.

57 CONTINUED: 57

VEDA
I'm on my way out, actually. I'm flying to New York this afternoon.

MILDRED
New York? We had no idea.

VEDA
We all know L.A.'s hopeless for a classical singer. Now that my voice is better New York's the only real option. But I heard you two were back, and thought I'd come by on my way...

Mildred feels a weakness coming on, a quiet dread in her belly and quiver in her voice.

MILDRED
So you're moving? To New York?

VEDA
That's the idea.

MILDRED
Alone?

VEDA
No. (a cold silence) Monty's there now.

MILDRED
Ah. (she looks down in a long queasy silence): And you're... I presume you have some sort of job lined up?

VEDA
As a matter of fact, I do. I've been speaking with Mr. Hobey, Father. At Consolidated Foods. He's been very patient. Very generous. I think everything's going to work out fine.

BERT
They do a fine job. I've said so myself.

VEDA
I'm very pleased by how it's all worked out.

TB

57 CONTINUED: (2) 57

Mildred gives her daughter a cold, hard stare. Veda looks down, straightening her sleeve.

MILDRED
How difficult it must have been... playing your cards just so.

VEDA
I have no idea what you mean, Mother.

MILDRED
Consolidated Foods--what was it, twenty-five hundred a week? And your ticket out of here, once and for all... from everything you--hate and despise. That's the idea, isn't it?

VEDA
(checking her watch)
Now you're going to make me miss my flight. (she walks briskly to Bert)

MILDRED
Then go--GO!

VEDA
Goodbye, Father.

MILDRED
I don't need you either!... Was it even damaged, your voice? Was it?

VEDA
(heading for the cab)
Please don't make a scene.

MILDRED
Go on, then! Get out of my SIGHT!

Mildred watches, seething, as the cab door closes.

MILDRED
GO to New York for all I care! And don't you EVER come back!--Do you HEAR me?! Never again! I won't HAVE IT!

Mildred bangs on the glass. Veda refuses to look back as the car speeds off, leaving Mildred staggering into the street. MUSIC thickens.

TB

57 CONTINUED: (3) 57

MILDRED
I won't have it...!

Mildred turns around, eyes filling. Bert stands watching with worry on his face. Behind him Lucy and a few of the others stand near the door, watching pensively. But she's too ashamed to go inside, too heart-stricken. She starts to cry and turns away, waving them off. She starts walking down the street, away from everyone.

BERT
Mildred?... Mildred?

She shakes her head, crying harder, and keeps going. Bert looks after and follows.

58 EXT. GLENDALE RESTAURANT - LATER 58

Bert wanders up the steps of the restaurant. He spots the open rear door and slowly enters the dark interior.

59 INT. GLENDALE RESTAURANT - DINING ROOM - CONTINUOUS 59

At first he doesn't see her. Then her silhouette appears, leaning against the bar, staring at a bottle of rye.

BERT
I thought I might find you in here.

He slowly approaches. He stretches out his hand to her on the bar. She takes it.

BERT
Mildred?

MILDRED
What.

BERT
To hell with her.

Mildred starts to sob.

BERT
I said to hell with her!

Mildred squints at Bert and in her mind draws a knife across an umbilical cord. Her hand tightens on Bert's, squeezing the last of Veda out of her system.

59 CONTINUED: 59

MILDRED
OK, Bert. To hell with her!

Bert grabs the bottle, uncorks it, and pours out two glasses.

BERT
God<u>damn</u> it, that's what I want to hear! Come on, we got each other, haven't we? Let's get stinko.

He takes a swig, eyes smiling at her.

MILDRED
Yes--Let's get stinko.

She takes a swig as well and smiles back at him, tears streaming again. She laughs and he laughs, his eyes filling. He puts his hand behind her head, thinking how much he wants to kiss her.

FADE TO BLACK